



SWVI TA# 104, p. 105

NOTICE: Signature must be guaranteed by a firm which is a member of a registered national stock exchange, or by a bank (other than a savings bank), or a trust company. The following abbreviations, when used in the inscription on the face of this certificate, shall be constructed as though they were written put in full according to applicable laws or regulations.

TEN COM — as tenants in common
TEN ENT — as tenants by the entireties
JT TEN — as joint tenants with right of survivorship and not as tenants in common

UNIF GIFT MIN ACT — Custodian
 (Cust) (Minor)
 under Uniform Gifts to Minors
 Act.....
 (State)

Additional abbreviations may also be used though not in the above list.

For Value Received, _____ **hereby sell, assign and transfer unto**

PLEASE INSERT SOCIAL SECURITY OR OTHER
 IDENTIFYING NUMBER OF ASSIGNEE

(PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS, INCLUDING ZIP CODE, OR ASSIGNEE)

_____ Shares
 of the capital stock represented by the written certificate, and do hereby irrevocably
 constitute and appoint

_____ Attorney
 to transfer the said stock on the books of the within named Corporation with full power
 of substitution in the premises.

Dated: _____

 Signature

 Signature (If more than one owner)

NOTICE: THE SIGNATURE TO THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS
 WRITTEN UPON THE FACE OF THE CERTIFICATE IN EVERY PARTICULAR
 WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATSOEVER.

AFFIX MEDALLION SIGNATURE GUARANTEE

SWVI TA# 104, p. 106

SWVI Scans 411



SWVI Scans 412

SWVI TA# 104, p. 107

NOTICE: Signature must be guaranteed by a firm which is a member of a registered national stock exchange, or by a bank (other than a savings bank), or a trust company. The following abbreviations, when used in the inscription on the face of this certificate, shall be constructed as though they were written out in full according to applicable laws or regulations.

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Additional abbreviations may also be used though not in the above list.

For Value Received, _____ **hereby sell, assign and transfer unto**

PLEASE INSERT SOCIAL SECURITY OR OTHER
 IDENTIFYING NUMBER OF ASSIGNEE

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_____ Shares
 of the capital stock represented by the written certificate, and do hereby irrevocably
 constitute and appoint

_____ Attorney
 to transfer the said stock on the books of the within named Corporation with full power
 of substitution in the premises.

Dated: _____

 Signature

 Signature (If more than one owner)

NOTICE: THE SIGNATURE TO THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS
 WRITTEN UPON THE FACE OF THE CERTIFICATE IN EVERY PARTICULAR
 WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATSOEVER.

AFFIX MEDALLION SIGNATURE GUARANTEE

SWVI TA# 104, p. 108

SWVI Scans 413



SWVI TA# 104, p. 109

NOTICE: Signature must be guaranteed by a firm which is a member of a registered national stock exchange, or by a bank (other than a savings bank), or a trust company. The following abbreviations, when used in the inscription on the face of this certificate, shall be constructed as though they were written out in full according to applicable laws or regulations.

TEN COM — as tenants in common
TEN ENT — as tenants by the entireties
JT TEN — as joint tenants with right of survivorship and not as tenants in common

UNIF GIFT MIN ACT — Custodian
 (Cust) (Minor)
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 Act.....
 (State)

Additional abbreviations may also be used though not in the above list.

For Value Received, _____ **hereby sell, assign and transfer unto**

PLEASE INSERT SOCIAL SECURITY OR OTHER
 IDENTIFYING NUMBER OF ASSIGNEE

(PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS, INCLUDING ZIP CODE, OR ASSIGNEE)

_____ Shares
 of the capital stock represented by the written certificate, and do hereby irrevocably
 constitute and appoint

_____ Attorney
 to transfer the said stock on the books of the within named Corporation with full power
 of substitution in the premises.

Dated: _____

 Signature

 Signature (If more than one owner)

NOTICE: THE SIGNATURE TO THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS
 WRITTEN UPON THE FACE OF THE CERTIFICATE IN EVERY PARTICULAR
 WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATEVER.

AFFIX MEDALLION SIGNATURE GUARANTEE

SWVI TA# 104, p. 110

SWVI Scans 415

SECURITIES COMMISSION

Ref: 6/0-40-164/19-14

Belgrade, 9 May, 2014

M I N U T E S

**considering the provision of information as requested by the Securities and
Exchange Commission of the USA, and pertaining to the investigation of
Swingplane Ventures Inc. a USA company**

Made on 9 May 2014, on the business premises of the Commodity Exchange, Novi Sad, Bulevar oslobođenja 5, considering the provision of information following the request of the US Securities and Exchange Commission, and pertaining to the investigation of activities of Swingplane Ventures Inc. a US company.

The proceeding started at 01.30 PM.

P r e s e n t:

- On behalf of the Securities Commission – the authorized person of the Commission, leading the proceedings, Goran Kuprešanin – supervision officer;
- Client: Veljko Vavrin;

The supervision officer of the Securities Commission leading the proceeding gives the background of the proceeding and states the following:

– The Securities Commission of the Republic of Serbia (hereinafter referred to as: the Commission) has received a memo from the US Securities and Exchange Commission (hereinafter: US SEC) requesting information and assistance under the Multilateral Memorandum of Understanding (MMOU), of which the Commission as an ordinary member of the International Organization of Securities Commissions is a signatory. The request states that the US SEC seeks assistance from the Commission in a confidential matter and in compliance with the IOSCO MMOU. The US SEC requests information and assistance from the Commission in investigation of Swingplane Ventures Inc. a US company, which may have engaged in unregistered distribution of its securities, fraudulent misrepresentations and market manipulation. The US SEC request also contains questions for each of the persons listed in the request.

In line with its powers set forth in Article 262, paragraph 1, item 14 of the Law on the Capital Market, the Commission is authorized to cooperate with international organizations, foreign regulators and other local and foreign authorities and organizations in order to provide legal assistance, exchange information and in other cases as needed. Article 280, paragraph 1 of the Law on the Capital Market provides



that the Securities Commission as a signatory to the IOSCO MMOU is authorized to exchange information about, inter alia, transactions, account holders, buy and sell prices, transaction times, prices and the legal person, credit institution or investment firm which conducted the transaction, as well as the statements of the persons punishable criminally and financially, pertaining to the matter of cooperation. Paragraph 2 of this Article provides that information is exchanged and services provided subject to an appropriate showing by the requesting authority of why the requesting authority requires the information or assistance, and to appropriate assurances of confidentiality, while paragraph 3 provides that the Republic of Serbia government authorities, and all the other persons in possession of the information required must file them with the Commission, in accordance with the provisions of the Law on the Capital Market.

Prior to the commencement of the supervision proceeding the client was warned of the consequences of giving a false statement, under Article 172, paragraph 3 of the Law on General Administrative Proceeding, and answered the questions contained in the US SEC request as follows:

Under full criminal and financial liability I am hereby stating that I bought shares of Swingplane Ventures Inc. (hereinafter: Swingplane) on 12 August 2011.

Veljko Vavrin answered the question of the supervision officer how did he learn of the Swingplane and whether anyone induced him to buy the shares and how (via telephone or in person etc.) by stating that he received all the information considering the shares of Swingplane from Fedor Ferenc. He stated that he knew Fedor Ferenc as they exercised together and they had known each other even before that.

To the question why he invested in Swingplane, why he believed this investment was worth the money, Veljko Vavrin stated that in this period he had some free assets to invest and that he got the information from Fedor Ferenc that Swingplane shares might be attractive and profitable. He added that Fedor Ferenc did not force him to buy the shares, and was not given a promise about the future sure profits.

Question: Considering the method used for purchasing the shares, please explain the steps you have taken in order to purchase the shares, have you filled out a document and signed it, if yes, what kind of a document and who gave it to you, where did you send it and did you keep a copy? Veljko Vavrin answered that Fedor Ferenc gave him a contract to sign, and that he made a bank payment. He also received the account number from Fedor Ferenc and photocopied his identification card and gave all the documents to Fedor Ferenc.

Asked by the supervision officer whether he had noticed different behavior of Fedor Ferenc, and in the period following the purchase of shares any changes in his wealth, Veljko Vavrin stated that he did not notice any changes in behavior and considering a change in wealth he claimed that he did notice that Fedor Ferenc changed his car, instead of a Volkswagen Polo he then drove a BMW.



Asked how he paid the purchase of Swingplane securities and where the money went, Veljko Vavrin answered that the purchase was made by a payment to the Procredit Bank account.

Asked by the supervision officer whether anyone gave him the money or an advance to purchase the shares and who, and whether anything was asked as a favor in return, Veljko Vavrin stated that he did not get any money and that the purchase was financed by his own funds.

Asked whether he had received a confirmation for the purchase of securities, whether it was sent to him or to anyone else Veljko Vavrin stated that after the payment he did not receive any documents.

Asked if he had sold his Swingplane shares, Veljko Vavrin stated that he did not.

To the question of the supervision officer the client responded that he did not have any suggestions, comments or remarks and that he confirmed the statement given here.

The Commission supervision officer concluded the proceeding and pronounced it completed.

The minutes were read and the client had no objections thereto.

Completed at 02.00 PM.

Supervision Officer

Client

Goran Kuprešanin

Veljko Vavrin



SECURITIES COMMISSION

Ref: 6/0-40-164/14-14

Belgrade, 9 May 2014

M I N U T E S

considering the provision of information as requested by the Securities and Exchange Commission of the USA, and pertaining to the investigation of Swingplane Ventures Inc. a USA company

Made on 9 May 2014, on the business premises of the Commodity Exchange, Novi Sad, Bulevar oslobođenja 5, considering the provision of information following the request of the US Securities and Exchange Commission, and pertaining to the investigation of activities of Swingplane Ventures Inc. a US company.

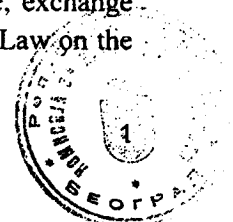
The proceeding started at 10.00 AM.

P r e s e n t:

- On behalf of the Securities Commission – the authorized person of the Commission, leading the proceedings, Goran Kuprešanin – supervision officer;
- Client: Vojislav Malešev

The supervision officer of the Securities Commission leading the proceeding gives the background of the proceeding and states the following:

- The Securities Commission of the Republic of Serbia (hereinafter referred to as: the Commission) has received a memo from the US Securities and Exchange Commission (hereinafter: US SEC) requesting information and assistance under the Multilateral Memorandum of Understanding (MMOU), of which the Commission as an ordinary member of the International Organization of Securities Commissions is a signatory. The request states that the US SEC seeks assistance from the Commission in a confidential matter and in compliance with the IOSCO MMOU. The US SEC requests information and assistance from the Commission in investigation of Swingplane Ventures Inc. a US company, which may have engaged in unregistered distribution of its securities, fraudulent misrepresentations and market manipulation. The US SEC request also contains questions for each of the persons listed in the request.
- In line with its powers set out in Article 262, paragraph 1, item 14 of the Law on the Capital Market (Official Gazette RS, No 31/11), the Commission is competent to cooperate with international organizations, foreign regulators and other local and foreign authorities and organizations in order to provide legal assistance, exchange information and in other cases as needed. Article 280, paragraph 1 of the Law on the



Capital Market provides that the Securities Commission as a signatory to the IOSCO MMOU is authorized to exchange information about, inter alia, transactions, account holders, buy and sell prices, transaction times, prices and the legal person, credit institution or investment firm which conducted the transaction, as well as the statements of the persons punishable criminally and financially, pertaining to the matter of cooperation. Paragraph 2 of this Article provides that information is exchanged and services provided subject to an appropriate showing by the requesting authority of why the requesting authority requires the information or assistance, and to appropriate assurances of confidentiality, while paragraph 3 provides that the Republic of Serbia government authorities, and all the other persons in possession of the information required must file them with the Commission, in accordance with the provisions of the Law on the Capital Market.

Prior to the commencement of the supervision proceeding the client was warned of the consequences of giving a false statement, under Article 172, paragraph 3 of the Law on General Administrative Proceeding, and answered the questions contained in the US SEC request as follows:

Under full criminal and financial liability I am hereby stating that I bought shares of Swingplane Ventures Inc. (hereinafter: Swingplane) on 11 August 2011.

Vojislav Malešev answered the question of the supervision officer how did he learn of the Swingplane and whether anyone induced him to buy the shares and how (via telephone or in person etc.) by stating that he received the information considering the shares of Swingplane from Fedor Ferenc, a friend of his.

To the question why he invested in Swingplane, why he believed this investment was worth risking the money, Vojislav Malešev stated that he got the information from his friend Fedor Ferenc that the price of Swingplane shares was very favorable, that for a small amount of money a lot of shares can be obtained and that the shares would inevitably go up, securing the profit.

Considering the way in which the shares were bought, the client was asked to explain the steps taken to buy the shares. Vojislav Malešev answered the question whether he filled out and signed a document, if yes, what kind of a document and who had given the document to him and where it was sent and whether he kept a copy, by stating that Fedor Ferenc gave a contract to him and that he signed it and together with a photocopy of the identity card presented them to Fedor Ferenc and kept one copy for himself.

Asked how he paid the purchase of Swingplane securities and where the money was sent, Vojislav Malešev answered that the purchase was made by a payment to the Intesa Bank account, to the account of a lawyer a certain Clifford Hunt.

Further on, asked by the supervision officer whether anyone gave him the money or an advance to purchase the shares and who, and whether anything was asked as a favor in return, Vojislav Malešev stated that he did not get any money and that the purchase was financed by his own funds.



Asked whether he had received a confirmation for the purchase of securities, whether it was sent to him or to anyone else, Vojislav Malešev stated that he did not receive any documents.

Asked if he had sold his Swingplane shares, Vojislav Malešev stated that he did not, as he did not receive them. He added that after the payment was made to the bank account he had spoken on several occasions with Fedor Ferenc about not receiving any documents confirming the purchase of Swingplane shares and Fedor Ferenc gave him the information that he was not able to get in contact with the lawyer and that in his opinion that was some kind of a fraud in question.

To the question of the supervision officer the client responded that he did not have any suggestions, comments or remarks and that he confirmed the statement given here.

The Commission supervision officer concluded the proceeding and pronounced it completed.

The minutes were read and the client had no objections thereto.

Completed at 10.30 AM.

Supervision Officer

Client

Goran Kuprešanin

Vojislav Malešev



SECURITIES COMMISSION

Ref: 6/0-40-164/20-14

Belgrade, 09 May 2014

M I N U T E S

**considering the provision of information as requested by the Securities and
Exchange Commission of the USA, and pertaining to the investigation of
Swingplane Ventures Inc. a USA company**

Made on 9 May 2014, on the business premises of the Commodity Exchange, Bulevar
oslobodenja 5. Novi Sad, considering the provision of information following the
request of the US Securities and Exchange Commission, and pertaining to the
investigation of activities of Swingplane Ventures Inc. a US company.

The proceeding started at 02.00 PM.

P r e s e n t:

- On behalf of the Securities Commission – the authorized person of the Commission,
leading the proceedings, Goran Kuprešanin – supervision officer;
- Client: Sofija Stanić;

The supervision officer of the Securities Commission leading the proceeding gives the
background of the proceeding and states the following:

The Securities Commission of the Republic of Serbia (hereinafter referred to as: the
Commission) has received a memo from the US Securities and Exchange
Commission (hereinafter: US SEC) requesting information and assistance under the
Multilateral Memorandum of Understanding (MMOU), of which the Commission as
an ordinary member of the International Organization of Securities Commissions is a
signatory. The request states that the US SEC seeks assistance from the Commission
in a confidential matter and in compliance with the IOSCO MMOU. The US SEC
requests information and assistance from the Commission in investigation of
Swingplane Ventures Inc. a US company, which may have engaged in unregistered
distribution of its securities, fraudulent misrepresentations and market manipulation.
The US SEC request also contains questions for each of the persons listed in the
request.

In line with its powers set out in Article 262, paragraph 1, item 14 of the Law on the
Capital Market (Official Gazette RS, No 31/11), the Commission is competent to
cooperate with international organizations, foreign regulators and other local and
foreign authorities and organizations in order to provide legal assistance, exchange
information and in other cases as needed. Article 280, paragraph 1 of the Law on the
Capital Market provides that the Securities Commission as a signatory to the IOSCO
MMOU is authorized to exchange information about, inter alia, transactions, account
holders, buy and sell prices, transaction times, prices and the legal person, credit
institution or investment firm which conducted the transaction, as well as the
statements of the persons punishable criminally and financially, pertaining to the
matter of cooperation. Paragraph 2 of this Article provides that information is
exchanged and services provided subject to an appropriate showing by the requesting



authority of why the requesting authority requires the information or assistance, and to appropriate assurances of confidentiality, while paragraph 3 provides that the Republic of Serbia government authorities, and all the other persons in possession of the information required must file them with the Commission, in accordance with the provisions of the Law on the Capital Market.

Prior to the commencement of the supervision proceeding the client was warned of the consequences of giving a false statement, under Article 172, paragraph 3 of the Law on General Administrative Proceeding, and answered the questions contained in the US SEC request as follows:

Under full criminal and financial liability I am hereby stating that I bought shares of Swingplane Ventures Inc. (hereinafter: Swingplane) in August 2011.

Sofija Stanić answered the question of the supervision officer how did she learn of the Swingplane and whether anyone induced her to buy the shares and how (via telephone or in person etc.) by stating that she received all the information considering the shares of Swingplane from her husband Vojislav Malešev.

To the question why she invested in Swingplane, and why she believed this investment was worth risking the money, Sofija Stanić said that she wanted to invest her money and that she got the information from her husband and his friend Fedor Ferenc that investing in Swingplane was lucrative and that was how she made the investment decision.

Sofija Stanić answered the question whether she filled out and signed a document, if yes, what kind of a document and who had given the document to her and where it was sent and whether she kept a copy, by stating that her husband gave a contract to her and that she signed it, made a payment in the Intesa Bank and gave all the documents to her husband who forwarded the documents to Fedor Ferenc.

Asked how she paid the purchase of Swingplane securities and where the money went, Sofija Stanić answered that the purchase was made by a payment to the bank account.

Further on, asked by the supervision officer whether anyone gave her the money or an advance to purchase the shares and who, and whether anything was asked as a favor in return, Sofija Stanić stated that the purchase was financed by her own funds.

Asked whether she had received a confirmation for the purchase of securities, whether it was sent to her or to anyone else Sofija Stanić stated that after the payment she did not receive any documents.

Asked if she had sold her Swingplane shares, Sofija Stanić stated that she did not.

To the question of the supervision officer the client responded that she did not have any suggestions, comments or remarks and that she confirmed the statement given here.

The Commission supervision officer concluded the proceeding and pronounced it completed.

The minutes were read and the client had no objections thereto.

Completed at 02.30 PM.

Supervision Officer

Client

Goran Kuprešanić

Sofija Stanić



SECURITIES COMMISSION

Ref: 6/0-40-164/16-14

Belgrade, 9 May 2014

M I N U T E S

**considering the provision of information as requested by the Securities and
Exchange Commission of the USA, and pertaining to the investigation of
Swingplane Ventures Inc. a USA company**

Made on 9 May 2014, on the business premises of the Commodity Exchange, Bulevar oslobodenja 5, Novi Sad, considering the provision of information following the request of the US Securities and Exchange Commission, and pertaining to the investigation of activities of Swingplane Ventures Inc. a US company. The proceeding started at 11.00 AM.

P r e s e n t:

- On behalf of the Securities Commission – the authorized person of the Commission, leading the proceedings, Goran Kuprešanin – supervision officer;
- Client: Ivana Krgović;

The supervision officer of the Securities Commission leading the proceeding gives the background of the proceeding and states the following:

The Securities Commission of the Republic of Serbia (hereinafter referred to as: the Commission) has received a memo from the US Securities and Exchange Commission (hereinafter: US SEC) requesting information and assistance under the Multilateral Memorandum of Understanding (MMOU), of which the Commission as an ordinary member of the International Organization of Securities Commissions is a signatory. The request states that the US SEC seeks assistance from the Commission in a confidential matter and in compliance with the IOSCO MMOU. The US SEC requests information and assistance from the Commission in investigation of Swingplane Ventures Inc. a US company, which may have engaged in unregistered distribution of its securities, fraudulent misrepresentations and market manipulation. The US SEC request also contains questions for each of the persons listed in the request.

In line with its powers set out in Article 262, paragraph 1, item 14 of the Law on the Capital Market (Official Gazette RS, No 31/11), the Commission is competent to cooperate with international organizations, foreign regulators and other local and foreign authorities and organizations in order to provide legal assistance, exchange information and in other cases as needed. Article 280, paragraph 1 of the Law on the Capital Market provides that the Securities Commission as a signatory to the IOSCO MMOU is authorized to exchange information about, inter alia, transactions, account holders, buy and sell prices, transaction times, prices and the legal person, credit institution or investment firm which conducted the transaction, as well as the statements of the persons punishable criminally and financially, pertaining to the matter of cooperation. Paragraph 2 of this Article provides that information is exchanged and services provided subject to an appropriate showing by the requesting authority of why the requesting authority requires the information or assistance, and



to appropriate assurances of confidentiality, while paragraph 3 provides that the Republic of Serbia government authorities, and all the other persons in possession of the information required must file them with the Commission, in accordance with the provisions of the Law on the Capital Market.

Prior to the commencement of the supervision proceeding the client was warned of the consequences of giving a false statement, under Article 172, paragraph 3 of the Law on General Administrative Proceeding, and answered the questions contained in the US SEC request as follows:

Under full criminal and financial liability I am hereby stating that I bought shares of Swingplane Ventures Inc. (hereinafter: Swingplane) in August 2011.

Ivana Krgović answered the question of the supervision officer how did she learn of the Swingplane and whether anyone induced her to buy the shares and how (via telephone or in person etc.) by stating that she received all the information considering the shares of Swingplane from Fedor Ferenc.

To the question why she invested in Swingplane, why she believed this investment was worth risking the money, Ivana Krgović stated that she got the information from Fedor Ferenc that the price of Swingplane shares was very cheap, that their value could double and that was why she invested in the shares.

Considering the method used for purchasing the shares, please explain the steps you have taken in order to purchase the shares, have you filled out a document and signed it, if yes, what kind of a document and who gave it to you, where did you send it and did you keep a copy? Ivana Krgović said that Fedor Ferenc gave her a contract to sign, that was downloaded from the internet, she was also given a bank account number to make a payment, that for the purpose a special foreign currency account was opened in Intesa Bank, and that Fedor Ferenc informed her that she will get a confirmation of the purchase in a month.

Asked whether she had received a confirmation for the purchase of securities, whether it was sent to her or to anyone else and about the method in which it was received, Ivana Krgović stated that after the payment she did not receive any confirmation of the purchase.

Asked if she had sold her Swingplane shares. Ivana Krgović stated that she did not.

To the question of the supervision officer the client responded that she did not have any suggestions, comments or remarks and that she confirmed the statement given here.

The Commission supervision officer concluded the proceeding and pronounced it completed.

The minutes were read and the client had no objections thereto.

Completed at 11.30 AM.

Supervision Officer

Client

Goran Kuprešanin

Vojislav Malešev



SECURITIES COMMISSION

Ref: 6/0-40-164/17-14

Belgrade, 9 May 2014

M I N U T E S

considering the provision of information as requested by the Securities and Exchange Commission of the USA, and pertaining to the investigation of Swingplane Ventures Inc. a USA company

Made on 9 May 2014, on the business premises of the Commodity Exchange, Bulevar oslobođenja 5, Novi Sad, considering the provision of information following the request of the US Securities and Exchange Commission, and pertaining to the investigation of activities of Swingplane Ventures Inc. a US company.

The proceeding started at 11.30 AM.

P r e s e n t:

- On behalf of the Securities Commission – the authorized person of the Commission, leading the proceedings, Goran Kuprešanin – supervision officer;
- Client: Sonja Marić;

The supervision officer of the Securities Commission leading the proceeding gives the background of the proceeding and states the following:

The Securities Commission of the Republic of Serbia (hereinafter referred to as: the Commission) has received a memo from the US Securities and Exchange Commission (hereinafter: US SEC) requesting information and assistance under the Multilateral Memorandum of Understanding (MMOU), of which the Commission as an ordinary member of the International Organization of Securities Commissions is a signatory. The request states that the US SEC seeks assistance from the Commission in a confidential matter and in compliance with the IOSCO MMOU. The US SEC requests information and assistance from the Commission in investigation of Swingplane Ventures Inc. a US company, which may have engaged in unregistered distribution of its securities, fraudulent misrepresentations and market manipulation. The US SEC request also contains questions for each of the persons listed in the request.

In line with its powers set out in Article 262, paragraph 1, item 14 of the Law on the Capital Market (Official Gazette RS, No 31/11), the Commission is competent to cooperate with international organizations, foreign regulators and other local and foreign authorities and organizations in order to provide legal assistance, exchange information and in other cases as needed. Article 280, paragraph 1 of the Law on the Capital Market provides that the Securities Commission as a signatory to the IOSCO MMOU is authorized to exchange information about, inter alia, transactions, account holders, buy and sell prices, transaction times, prices and the legal person, credit institution or investment firm which conducted the transaction, as well as the statements of the persons punishable criminally and financially, pertaining to the matter of cooperation. Paragraph 2 of this Article provides that information is exchanged and services provided subject to an appropriate showing by the requesting



authority of why the requesting authority requires the information or assistance, and to appropriate assurances of confidentiality, while paragraph 3 provides that the Republic of Serbia government authorities, and all the other persons in possession of the information required must file them with the Commission, in accordance with the provisions of the Law on the Capital Market.

Prior to the commencement of the supervision proceeding the client was warned of the consequences of giving a false statement, under Article 172, paragraph 3 of the Law on General Administrative Proceeding, and answered the questions contained in the US SEC request as follows:

Under full criminal and financial liability I am hereby stating that I bought shares of Swingplane Ventures Inc. (hereinafter: Swingplane) in August 2011.

Sonja Marić answered the question of the supervision officer how did she learn of the Swingplane and whether anyone induced her to buy the shares and how (via telephone or in person etc.) by stating that she received all the information considering the shares of Swingplane from Jovana Cvetičanin, Fedor Ferenc's girlfriend.

To the question why she invested in Swingplane, and why she believed this investment was worth risking the money, Sonja Marić said that Jovana Cvetičanin informed her that this was a good company engaged in golf equipment production and that the shares could bring some profit.

Sonja Marić answered the question whether she filled out and signed a document, if yes, what kind of a document and who had given the document to her and where it was sent and whether she kept a copy, by stating that Jovana Cvetičanin gave a contract to her and a number of the payment account in Intesa Bank, and that she signed it and together with a photocopy of the identity card and the payment slip sent it using DHL, to the address of the lawyer. Jovana Cvetičanin also gave her the information about the lawyer.

Further on, asked by the supervision officer whether anyone gave her the money or an advance to purchase the shares and who, and whether anything was asked as a favor in return, Sonja Marić stated that the purchase was financed by her own funds.

Asked whether she had received a confirmation for the purchase of securities, whether it was sent to her or to anyone else, how she received it and in what way, Sonja Marić stated that after sending the required documents via DHL, she did not receive any feedback, documents or information, and that on a couple of occasion she asked Jovana Cvetičanin for an explanation about what was happening with the shares paid and why there were no confirmations of the purchase. Jovana Cvetičanin assured her that everything was all right and that she was also waiting for the documents. Later on Jovana Cvetičanin said to her that she was not able to contact he lawyer herself, and that after a while she did not hear from Jovana Cvetičanin anymore.

Asked if she had sold her Swingplane shares, Sonja Marić stated that she did not.

To the question of the supervision officer the client responded that she did not have any suggestions, comments or remarks and that she confirmed the statement given here.



The Commission supervision officer concluded the proceeding and pronounced it completed.

The minutes were read and the client had no objections thereto.

Completed at 12.00 PM.

Supervision Officer

Client

Goran Kuprešanić

Sonja Marić



SECURITIES COMMISSION

Ref: 6/0-40-164/15-14

Belgrade, 9 May 2014

M I N U T E S

considering the provision of information as requested by the Securities and Exchange Commission of the USA, and pertaining to the investigation of Swingplane Ventures Inc. a USA company

Made on 9 May 2014, on the business premises of the Commodity Exchange, Bulevar oslobođenja 5, Novi Sad, considering the provision of information following the request of the US Securities and Exchange Commission, and pertaining to the investigation of activities of Swingplane Ventures Inc. a US company.

The proceeding started at 10.30 AM.

P r e s e n t:

- On behalf of the Securities Commission – the authorized person of the Commission, leading the proceedings, Goran Kuprešanin – supervision officer;
- Client: Dušan Malešev;

The supervision officer of the Securities Commission leading the proceeding gives the background of the proceeding and states the following:

The Securities Commission of the Republic of Serbia (hereinafter referred to as: the Commission) has received a memo from the US Securities and Exchange Commission (hereinafter: US SEC) requesting information and assistance under the Multilateral Memorandum of Understanding (MMOU), of which the Commission as an ordinary member of the International Organization of Securities Commissions is a signatory. The request states that the US SEC seeks assistance from the Commission in a confidential matter and in compliance with the IOSCO MMOU. The US SEC requests information and assistance from the Commission in investigation of Swingplane Ventures Inc. a US company, which may have engaged in unregistered distribution of its securities, fraudulent misrepresentations and market manipulation. The US SEC request also contains questions for each of the persons listed in the request.

In line with its powers set out in Article 262, paragraph 1, item 14 of the Law on the Capital Market (Official Gazette RS, No 31/11), the Commission is competent to cooperate with international organizations, foreign regulators and other local and foreign authorities and organizations in order to provide legal assistance, exchange information and in other cases as needed. Article 280, paragraph 1 of the Law on the Capital Market provides that the Securities Commission as a signatory to the IOSCO MMOU is authorized to exchange information about, inter alia, transactions, account holders, buy and sell prices, transaction times, prices and the legal person, credit institution or investment firm which conducted the transaction, as well as the

statements of the persons punishable criminally and financially, pertaining to the matter of cooperation. Paragraph 2 of this Article provides that information is exchanged and services provided subject to an appropriate showing by the requesting authority of why the requesting authority requires the information or assistance, and to appropriate assurances of confidentiality, while paragraph 3 provides that the Republic of Serbia government authorities, and all the other persons in possession of the information required must file them with the Commission, in accordance with the provisions of the Law on the Capital Market.

Prior to the commencement of the supervision proceeding the client was warned of the consequences of giving a false statement, under Article 172, paragraph 3 of the Law on General Administrative Proceeding, and answered the questions contained in the US SEC request as follows:

Under full criminal and financial liability I am hereby stating that I bought shares of Swingplane Ventures Inc. (hereinafter: Swingplane) on 11 August 2011.

Dušan Malešev answered the question of the supervision officer how did he learn of the Swingplane and whether anyone induced him to buy the shares and how (via telephone or in person etc.) by stating that he received all the information considering the shares of Swingplane from his brother Vojislav Malešev.

To the question why he invested in Swingplane, and why he believed this investment was worth risking the money, Dušan Malešev said that at the time everyone was buying the shares and he also wanted to profit.

Considering the way in which the shares were bought, the client was asked to explain the steps taken to buy the shares. Dušan Malešev further said that he had got a contract and an account number from his brother Vojislav. He signed the contract and made a payment to the Procredit Bank account in the amount of USD 800 and submitted all together with a photocopy of his identity card to his brother Vojislav Malešev.

Further on, asked by the supervision officer whether anyone gave him the money or an advance to purchase the shares and who, and whether anything was asked as a favor in return, Dušan Malešev stated that he did not get any money and that the purchase was financed by his own funds, at that time he had a private business and had some funds he wanted to invest.

Asked whether he had received a confirmation for the purchase of securities, whether it was sent to him or to anyone else, Dušan Malešev stated that after the payment he did not receive any documents, that he did not resell the shares and that he talked to his brother Vojislav after a couple of months and that they concluded this had been a scheme. Asked by the supervision officer why they failed to report the scheme to the competent authorities, Dušan Malešev stated that his brother did not report it either and that at the time he earned well, and did not see the need to investigate further what had happened with the money.

To the question of the supervision officer the client responded that he did not have any suggestions, comments or remarks and that he confirmed the statement given here.



The Commission supervision officer concluded the proceeding and pronounced it completed.

The minutes were read and the client had no objections thereto.

Completed at 10:30 AM.

Supervision Officer
Goran Kuprešanin

Client
Dušan Malešev



Michael D. Handelsman, Esq.

From: Matt Diehl <mrdiehl@comcast.net>
Sent: Tuesday, September 27, 2011 12:04 PM
To: 'Mike Adamo'
Subject: RE: Swingplane attorney for certs

Luis has the certs and all is good. Thanks Mike.

From: Mike Adamo [<mailto:madamo@nystllc.com>]
Sent: Monday, September 26, 2011 12:01 PM
To: mrdiehl@comcast.net
Subject: RE: Swingplane attorney for certs

Thanks, will do. Check to make sure Luis got the certs and he is keeping them in a safe place.

Michael A. Adamo, CEO
New York Stock Transfer, LLC
25 Laurel Place
West Caldwell, NJ 07006-7717
Ph: 864-697-8552
Fax: 973-287-6665
www.nystllc.com

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From: mrdiehl@comcast.net [<mailto:mrdiehl@comcast.net>]
Sent: Monday, September 26, 2011 1:56 PM
To: Mike Adamo
Subject: Re: Swingplane attorney for certs

Mike,

Got my cert today - thank you. By the way, my address is #402, not #202. Please update your records for my unit number.

Thanks,
Matt

From: "Mike Adamo" <madamo@nystllc.com>
To: lcarrillo@chlawgroup.com
Cc: "Matt Diehl" <mrdiehl@comcast.net>
Sent: Tuesday, September 20, 2011 1:43:59 PM
Subject: RE: Swingplane attorney for certs

Hi Luis,

Long time no speak, I hope all is well. Per the email below, be on the look-out for the for the IPO Swingplane Ventures, Inc. certificates files under their S1; SEC File #333168912. Please note Matt's 10 million restricted shares will be sent his address of record. The Fed Ex tracking number for the shares is 795207523026.

*please keep in safe & secure place due to the expensive replacement costs and foreign holder entity.

Michael A. Adamo, CEO
New York Stock Transfer, LLC
25 Laurel Place
West Caldwell, NJ 07006-7717
Ph: 864-697-8552
Fax: 973-287-6665
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From: Matt Diehl [<mailto:mrddiehl@comcast.net>]
Sent: Monday, September 12, 2011 1:50 PM
To: 'Mike Adamo'
Subject: Swingplane attorney for certs

Mike,

Here is the firm that you will be sending the certs to:

Luis Carrillo, Partner
email: lcarrillo@carrillohuettel.com

Alexandra is included on all correspondence:

Alexandra Falowski, Esq.
Senior Associate Attorney
Carrillo Huettel, LLP
3033 Fifth Avenue, Suite 400
San Diego, CA 92103
direct phone: 619-546-6159
main phone: 619-546-6100
fax: 619-546-6060

Michael D. Handelsman, Esq.

From: Matt Diehl <bigdiehl@me.com>
Sent: Friday, March 30, 2012 2:22 PM
To: 'Mike Adamo'
Subject: RE: Swingplane Reconfirmation Opinion for S1 Shares

Alexandra should be sending those over today.

-----Original Message-----

From: Mike Adamo [mailto:madamo@nystllc.com]
Sent: Thursday, March 29, 2012 5:24 PM
To: 'Matt Diehl'
Subject: RE: Swingplane Reconfirmation Opinion for S1 Shares

I think so. I just need a copy of the FINRA approval letter and copies of the subscription agreements to double check/be sure.

Michael A. Adamo, CEO
New York Stock Transfer, LLC
25 Laurel Place
West Caldwell, NJ 07006-7717
Ph: 864-697-8552
Fax: 973-287-6665
www.nystllc.com

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-----Original Message-----

From: Matt Diehl [mailto:bigdiehl@me.com]
Sent: Thursday, March 29, 2012 5:48 PM
To: Mike Adamo
Subject: Re: Swingplane Reconfirmation Opinion for S1 Shares

You guys got all this worked out today, yes?

On Mar 28, 2012, at 11:33 AM, Mike Adamo <madamo@nystllc.com> wrote:

> *thanks. its better you or I have them until legal counsel advises.
> better safe than sorry. much appreciated. keep me posted with the
> Fed Ex tracking number. Thanks.

FOIA CONFIDENTIAL TREATMENT REQUESTED

BA000055

>
>
> _____
> Michael A. Adamo, CEO
> New York Stock Transfer, LLC
> 25 Laurel Place
> West Caldwell, NJ 07006-7717
> Ph: 864-697-8552
> Fax: 973-287-6665
> www.nystllc.com
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records.
>
>
> -----Original Message-----
> From: Matt Diehl [mailto:bigdiehl@me.com]
> Sent: Wednesday, March 28, 2012 1:29 PM
> To: Mike Adamo
> Subject: Re: Swingplane Reconfirmation Opinion for S1 Shares
>
> If the foreign investors are going to be an issue then we might need
> to go in another direction. I'll request the certs for you.
>
> Sent from my iPhone
>
> On Mar 28, 2012, at 11:24 AM, Mike Adamo <madamo@nystllc.com> wrote:
>
>> *keep me posted. did you discuss with the attorney in SD? can you
>> get the certs Fed Ex'd back to me? Aaron is really just an advisor
>> to you no need to wait on him, right? please advise. thanks.
>>
>> _____
>> Michael A. Adamo, CEO
>> New York Stock Transfer, LLC
>> 25 Laurel Place
>> West Caldwell, NJ 07006-7717
>> Ph: 864-697-8552
>> Fax: 973-287-6665
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>> addressee(s) named herein. If this transmission was not addressed to

>> you, please forward it back to the original sender and delete from

>> you

> records.

>>

>>

>> -----Original Message-----

>> From: Matt Diehl [mailto:bigdiehl@me.com]

>> Sent: Wednesday, March 28, 2012 1:21 PM

>> To: Mike Adamo

>> Subject: Re: Swingplane Reconfirmation Opinion for S1 Shares

>>

>> No, sorry. Aaron is in Florida with his kids.

>>

>>

>> Sent from my iPhone

>>

>> On Mar 28, 2012, at 11:19 AM, Mike Adamo <madamo@nystllc.com> wrote:

>>

>>> *any updates? thanks.

>>>

>>>

>>> _____
>>> Michael A. Adamo, CEO

>>> New York Stock Transfer, LLC

>>> 25 Laurel Place

>>> West Caldwell, NJ 07006-7717

>>> Ph: 864-697-8552

>>> Fax: 973-287-6665

>>> www.nystllc.com

>>>

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>>> addressee(s) named herein. If this transmission was not addressed to

>>> you, please forward it back to the original sender and delete from

>>> you

>> records.

>>>

>>> -----Original Message-----

>>> From: Aaron Lamkin [mailto:aaron@twowinecru.com]

>>> Sent: Thursday, March 22, 2012 3:50 PM

>>> To: Mike Adamo

>>> Cc: BigDiehl

>>> Subject: Re: Swingplane

>>>

>>> Mike

>>>

>>> Can you send us the form of opinion you are looking for?

>>>

>>> Cheers!

>>>

>>> "Carpe Vino!"
>>>
>>> Thumbed from my iPhone
>>>
>>> On Mar 22, 2012, at 12:41 PM, Mike Adamo <madamo@nystllc.com> wrote:
>>>
>>>> Hi Matt,
>>>>
>>>> Thanks for following-up with Aaron. Like I said on the phone I
>>>> would rather be safe than sorry; therefore if company counsel can
>>>> write a follow-up opinion in regards to the foreign holders being
>>>> represented on the S1 filing I guess that would suffice on our end.
>>>> Also because I believe Clifford Scott who wrote the original S1
>>>> opinion is no longer your counsel. Moreover there are no names
>>>> attached to the actual S1 filed, unlike other company filings, etc.
>>>> Talk with counsel and
>>> let me know right away.
>>>>
>>>> _____
>>>> Michael A. Adamo, CEO
>>>> New York Stock Transfer, LLC
>>>> 25 Laurel Place
>>>> West Caldwell, NJ 07006-7717
>>>> Ph: 864-697-8552
>>>> Fax: 973-287-6665
>>>> www.nystllc.com
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>>>> addressee(s) named herein. If this transmission was not addressed
>>>> to you, please forward it back to the original sender and delete
>>>> from you
>>> records.
>>>>
>>>>
>>>> -----Original Message-----
>>>> From: BigDiehl [mailto:bigdiehl@me.com]
>>>> Sent: Thursday, March 22, 2012 2:00 PM
>>>> To: Mike Adamo
>>>> Subject: Swingplane
>>>>
>>>> Mike,
>>>>
>>>> I talked to Aaron, who is much more familiar with this process than
>>>> I am and he didn't think that foreign investors should be a problem.
>>>> I tried to explain what you told me but he didn't think it should
>>>> be an issue. Can you maybe lay out your concerns in an email to him
>>>> (copy
>>>> me) so that we can start a dialogue about whether we're a good fit

>>>> or

>> not?

>>>>

>>>> In the meantime, I will contact the corporate attorney for their input.

>>>>

>>>> Thanks,

>>>> Matt

>>>>

>>>>

>>>>

>>>

>>>

>>

>>

>

>

8-K 1 spvi_8k.htm FORM 8-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**FORM 8-K****CURRENT REPORT****PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**Date of Report (Date of earliest event reported): **August 22, 2012****SWINGPLANE VENTURES, INC.**

(Exact name of registrant as specified in its charter)

Nevada(State or other jurisdiction
of Incorporation)000-54571

(Commission File Number)

27-2919616(IRS Employer
Identification Number)220 Summit Blvd. #402, Broomfield, Colorado 80021

(Address of principal executive offices)

303-803-0063

(Registrant's Telephone Number)

(Former name or former address, if changed since last report)

Copy of all Communications to:

Hunt Law GroupLaw Office of Clifford J. Hunt, P.A.
8200 Seminole Boulevard
Seminole, Florida 33772
(727) 471-0444 telephone
(727) 471-0447 facsimile
cjh@huntlawgrp.com

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Section 5 - CORPORATE GOVERNANCE AND MANAGEMENT

Item 5.01 Changes in Control of Registrant.

On August 22, 2012, Michael Voyer, the sole director and officer of Swingplane Ventures, Inc. (the "Company"), entered into an agreement to acquire a total 350,000,000 shares of the Company's common stock from Matthew Diehl, the Company's former director and officer, in a private transaction for an aggregate total of \$35,000. The funds used for this share purchase were personal funds. Mr. Voyer's 350,000,000 shares when acquired, which acquisition is to occur before August 31, 2012, will amount to approximately 74.1% of the Company's currently issued and outstanding common stock and will effect a change in control of the Company.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensation Arrangements of Certain Officers.

Effective August 22, 2012, Matthew Diehl resigned from all positions with the Company, including, but not limited to that of President, Chief Executive Officer, Chief Financial Officer, Secretary, Treasurer, principal executive officer, principal financial officer, principal accounting officer and a member of the Board of Directors. The resignation did not involve any disagreement with the Company on any matter relating to the Company's operations, policies or practices.

Effective August 22, 2012 Michel Voyer was appointed as President, principal executive officer, Chief Financial Officer, Secretary, Treasurer, principal financial officer, principal accounting officer and a member of the Board of Directors of the Company.

The biography for Mr. Voyer is set forth below:

Michel Voyer graduated (B.A.A.) from Université du Québec à Montréal (U.Q.A.M.) in 1979 and is a financial planner (F.pl.), having become a member of the Institut québécois de planification financière (I.Q.P.F.) in 1998.

From October 1981 to August 1995, he worked as Director of Finance for Studio Green Scenes Inc., a manufacturer based in Montréal. He developed financial structures to expand the company across Canada. He implemented a market for import business with Guatemala, Mexico and U.S.A. and export business to U.S.A., France, Korea, and Japan.

Since September 1995, Michel Voyer has been working for Desjardins Group (the largest cooperative financial group in Canada) as a financial planner where he has developed and maintained a personalized relationship with wealthy individuals and business members. Michel Voyer has over 30 years of experience with companies involved in different sectors.

We have no arrangements or agreements with Mr. Voyer relating to compensation as an officer or director. There have been no transactions between the Company and Mr. Voyer since the Company's last fiscal year which would be required to be reported herein.

Involvement in Certain Legal Proceedings

During the past ten years, Mr. Voyer has not been the subject of the following events:

Acting as a futures commission merchant, introducing broker, commodity trading advisor, commodity pool operator, floor broker, leverage transaction merchant, any other person regulated by the Commodity Futures Trading Commission, or an associated person of any of the foregoing, or as an investment adviser, underwriter, broker or dealer in securities, or as an affiliated person, director or employee of any investment company, bank, savings and loan association or

1. A petition under the Federal bankruptcy laws or any state insolvency law was filed by or against, or a receiver, fiscal agent or similar officer was appointed by a court for the business or property of such person, or any partnership in which he was a general partner at or within two years before the time of such filing, or any corporation or business association of which he was an executive officer at or within two years before the time of such filing;
2. Convicted in a criminal proceeding or is a named subject of a pending criminal proceeding (excluding traffic violations and other minor offenses);
3. The subject of any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, permanently or temporarily enjoining him from, or otherwise limiting, the following activities;
 - i) Acting as a futures commission merchant, introducing broker, commodity trading advisor, commodity pool operator, floor broker, leverage transaction merchant, any other person regulated by the Commodity Futures Trading Commission, or an associated person of any of the foregoing, or as an investment adviser, underwriter, broker or dealer in securities, or as an affiliated person, director or employee of any investment company, bank, savings and loan association or
 - ii) Engaging in any type of business practice; or
 - iii) Engaging in any activity in connection with the purchase or sale of any security or commodity or in connection with any violation of Federal or State securities laws or Federal commodities laws;
4. The subject of any order, judgment or decree, not subsequently reversed, suspended or vacated, of any Federal or State authority barring, suspending or otherwise limiting for more than 60 days the right of such person to engage in any activity described in paragraph 3(i) in the preceding paragraph or to be associated with persons engaged in any such activity;
5. Was found by a court of competent jurisdiction in a civil action or by the Commission to have violated any Federal or State securities law, and the judgment in such civil action or finding by the Commission has not been subsequently reversed, suspended, or vacated;

6. Was found by a court of competent jurisdiction in a civil action or by the Commodity Futures Trading Commission to have violated any Federal commodities law, and the judgment in such civil action or finding by the Commodity Futures Trading Commission has not been subsequently reversed, suspended or vacated;
7. Was the subject of, or a party to, any Federal or State judicial or administrative order, judgment, decree, or finding, not subsequently reversed, suspended or vacated, relating to an alleged violation of:
 - i) Any Federal or State securities or commodities law or regulation; or
 - ii) Any law or regulation respecting financial institutions or insurance companies including, but not limited to, a temporary or permanent injunction, order of disgorgement or restitution, civil money penalty or temporary or permanent cease-and-desist order, or removal or prohibition order, or
 - iii) Any law or regulation prohibiting mail or wire fraud or fraud in connection with any business entity; or insurance company, or engaging in or continuing any conduct or practice in connection with such activity;
8. Was the subject of, or a party to, any sanction or order, not subsequently reversed, suspended or vacated, of any self-regulatory organization (as defined in Section 3(a)(26) of the Exchange Act (15 U.S.C. 78c(a)(26))), any registered entity (as defined in Section 1(a)(29) of the Commodity Exchange Act (7 U.S.C. 1(a)(29))), or any equivalent exchange, association, entity or organization that has disciplinary authority over its members or persons associated with a member.

ITEM 9.01 EXHIBITS.**(a) Financial statements of business acquired**

None.

(b) Exhibits

<u>Exhibit</u>	<u>Document Description</u>	
99.1	RESIGNATION OF MATTHEW DIEHL	Filed herewith
5		

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SWINGPLANE VENTURES, INC.

Dated: September 6, 2012

By: /s/ Michel Voyer
Michel Voyer
Chief Executive Officer

Matthew Diehl

400 Quivas Street
Denver, CO 80204

August 22, 2012

Dear Sir or Madam:

I, Matthew Diehl, hereby tender my resignation as President, Secretary, Treasurer and Director of Swingplane Ventures, Inc. effective immediately.

With regards,

A handwritten signature in black ink, appearing to read 'Matthew Diehl', written over a horizontal line.

Matthew Diehl

SWING - Swingplane Ventures, Inc.

9/13/12 12:12 pm

Stock Transfer - Final Transaction Report

Page 1 of 2

Control Ticket Number: STTK000000036596

Transaction Number: 104

Transfer Date: 09/13/12

Type of Stock being Transferred: CS1

Total Shares: 122,500,000

Sale Amt/share: \$ 0.00000

Paper certs being Transferred from: 0

Paper certs being Transferred to: 6

CB Received: / /

Tax Reason: N/A Acquired: 09/13/12

Received From: PHIL KUEBER

Received: 09/07/12 at 10:03 Tran Type: Routine Item Count: 1

How Received: UPS

Sent: 09/13/12 at 12:12

How Sent: FEDEX

Outgoing Tracking Number: VARIOUS

-----Transfer From-----

-----Transfer To-----

Line #	Shareholder	Certificate Number	Number of Shares	Line #	Shareholder	Certificate Number	Shares per Certif
1	3 HECTOR CASILLAS SUAREZ	BKE 5	3,500,000	1	39 Legacy Global Markets, S.A.	CS1 103	14,000,000
2	4 MARIA ISABEL GONZALEZ ANGELES	BKE 3	3,500,000	2	39 Legacy Global Markets, S.A.	CS1 104	22,750,000
3	5 DULCE JULIA SANGUINO BECERRIL	BKE 1	3,500,000	3	40 Clear Water Securities	CS1 105	22,750,000
4	6 FRANCISCO GERARDO ALVAREZ MATURANO	BKE 7	3,500,000	4	40 Clear Water Securities	CS1 106	20,300,000
5	7 SMILJA BLACE	BKE 22	3,150,000	5	41 Caledonian Bank Limited	CS1 107	20,300,000
6	8 MARINA BOGDANOVIC	BKE 18	3,150,000	6	41 Caledonian Bank Limited	CS1 108	22,400,000
7	9 DJORDJE BOGDANOVIC	BKE 17	3,150,000				
8	10 ELIGIO GERARDO CASTANEDA ESTRADA	BKE 8	3,500,000				
9	11 SRDJAN CULIC	BKE 29	3,850,000				
10	12 MILORAD CVETICANIN	BKE 33	4,200,000				
11	13 GORDANA CVETICANIN	BKE 24	3,850,000				
12	14 SRDJAN FRANCUSKI	BKE 28	3,850,000				
13	15 VLATKA GNJATOVIC	BKE 34	3,150,000				
14	16 NEMANJA GOVEDAROVIC	BKE 13	2,800,000				
15	17 OLJA HOMA	BKE 25	3,850,000				
16	18 MILENA KOJADINOVIC	BKE 30	3,850,000				
17	19 IVANA KORAC	BKE 35	4,200,000				
18	20 BRANKA KORICA	BKE 31	4,200,000				

Completed By: BB

Report Run By: BB 09/13/12 12:12:33 pm

SWVI TA# 104, p. 1

SWVI Scans 306

SWING - Swingplane Ventures, Inc.
Stock Transfer - Final Transaction Report

9/13/12 12:12 pm

Page 2 of 2

Control Ticket Number: STTK000000036596

Transaction Number: 104

Transfer Date: 09/13/12

Type of Stock being Transferred: CS1

Total Shares: 122,500,000

Sale Amt/share: \$ 0.00000

Paper certs being Transferred from: 0

Paper certs being Transferred to: 6

CB Received: / /

Received From: PHIL KUEBER

Received: 09/07/12 at 10:03 Tran Type: Routine Item Count: 1

Tax Reason: N/A Acquired: 09/13/12

How Received: UPS

Sent: 09/13/12 at 12:12

How Sent: FEDEX

Outgoing Tracking Number: VARIOUS

---Transfer From---

---Transfer To---

Line #	Shareholder	Certificate Number	Number of Shares	Line #	Shareholder	Certificate Number	Shares per Certif
19	21 IVANA KRGOVIC	BKE 20	3,150,000				
20	22 DJURDJA LINJACKI	BKE 27	3,850,000				
21	23 DUSAN MALESEV	BKE 12	2,800,000				
22	24 VOJISLAV MALESEV	BKE 15	4,200,000				
23	25 SONJA MARIC	BKE 21	3,150,000				
24	26 HILDA DALILA MARTINEZ GALVAN	BKE 4	3,500,000				
25	27 ADRIANA MORALES DIAZ	BKE 10	3,500,000				
26	28 MILICA NESTOROVIC	BKE 32	4,200,000				
27	29 ELENA GUERRA PARDILLO	BKE 9	3,500,000				
28	30 SMILJANA PAVLOVIC	BKE 26	3,850,000				
29	31 INES RADOVIC	BKE 19	3,150,000				
30	32 TOMAS SALGADO DAMIAN	BKE 2	3,500,000				
31	33 GRISELDA SANTILLAN CORIA	BKE 6	3,500,000				
32	34 SOFIJA STANIC	BKE 16	3,150,000				
33	35 TATJANA STEFANOVIC	BKE 23	3,150,000				
34	36 VELJKO VAVRIN	BKE 11	2,800,000				
35	37 ALEKSANDAR VUJAKOVIC	BKE 14	2,800,000				
			122,500,000	Number of new certs: 6			
				122,500,000			

Completed By: BB

Report Run By: BB 09/13/12 12:12:33 pm

SWVI TA# 104, p. 2
SWVI Scans 307

MEMORANDUM

RECEIVED
SEP 12 2012

To: Matt Levins
Empire Stock Transfer

From: Corporate Services

Re: Swingplane Ventures Inc.

Date: September 11, 2012

Empire
Stock Transfer

104
RMB

Enclosed please find the following share certificates for common shares of Swingplane Ventures Inc., and corresponding re-registration instructions. Taking into account a forward split of 35:1 could you please re-register the certificates as follows:

Cert #	Shareholder	Amount
39	\ Hilda Dalila Martinez Galvan	100,000 26
38	\ Maria Isabel Gonzalez Angeles	100,000 4
37	\ Tomas Salgado Damian	100,000 32
36	Dulce Julia Sanguino Becerril	100,000 5

Could you please re-register these shares as follows:

Legacy Global Markets, S.A. 2nd Floor, Caye Bank Bldg. Coconut Drive, San Pedro Ambergris Caye Belize	14,000,000
--	------------

SWVI TA# 104, p. 3
SWVI Scans 308

Cert #	Shareholder	Amount
70	Ivana Korac	120,000 19
57	Smilja Blace	90,000 7
67	Milica Nestorovic	120,000 28
68	Milorad Cveticanin	120,000 12
69	Vlatka Gnjatovic	90,000 15
71	Smiljana Pavlovic	110,000 30

Could you please re-register these shares as follows:

Legacy Global Markets, S.A. 2nd Floor, Caye Bank Bldg. Coconut Drive, San Pedro Ambergris Caye Belize	22,750,000
--	------------

Cert #	Shareholder	Amount
65	Milena Kojadinovic	110,000 18
58	Tatjana Stefanovic	90,000 35
72	Djurdja Linjacki	110,000 22
63	Srdjan Francuski	110,000 14
64	Srdjan Culic	110,000 11
66	Branka Korica	120,000 26

Could you please re-register these shares as follows:

Clear Water Securities Suite 220, Caye Bank Bldg. Coconut Drive, San Pedro Ambergris Caye Belize	22,750,000
---	------------

Cert #	Shareholder	Amount
53	Marina Bogdanovic 8	90,000 3,150,800
54	Ines Radovic 31	90,000 3,150,800
55	Ivana Krgovic 21	90,000 3,150,800
56	Sonja Maric 25	90,000 3,150,800
60	Olja Homa 17	110,000 3,850,800
59	Gordana Cveticanin 13	110,000 3,850,800

Could you please re-register these shares as follows:

Clear Water Securities
Suite 220, Caye Bank Bldg.
Coconut Drive, San Pedro Ambergris Caye
Belize

20,300,000

The cost basis is \$.001 per share.

Applicable transfer fees are enclosed as well.

Upon completion of the re-registration, could you please send the shares by Federal Express (account number 337074073) to the following address:

Scottsdale Capital Advisors
7170 E McDonald Drive, Suite 6,
Scottsdale, AZ 85253
Attention: Timothy Scarpino

Cert #	Shareholder	Amount
46	Veljko Vavrin 36	80,000
40	Hector Casillas Suarez 3	100,000
41	Griselda Santillan Coria 33	100,000
42	Francisco Gerardo Alvarez Maturano 6	100,000

SWVI TA# 104, p. 5
SWVI Scans 310

43	Eligio Gerardo Castaneda Estrada 10	100,000
44	Elena Guerra Pardillo 29	100,000

Could you please re-register these shares as follows:

Caledonian Bank Limited	20,300,000
69 Dr. Roy's Drive George Town	
Grand Cayman KY1-1102 Cayman Islands	

Cert #	Shareholder	Amount
45	Adriana Morales Diaz 27	100,000
47	Dusan Malesev 23	80,000
48	Nemanja Govedarovic 16	80,000
49	Aleksandar Vujakovic 37	80,000
50	Volislav Malesev 24	120,000
51	Sofija Stanic 34	90,000
52	Djordje Bogdanovic 9	90,000


Could you please re-register these shares as follows:

Caledonian Bank Limited	22,400,000
69 Dr. Roy's Drive George Town	
Grand Cayman KY1-1102 Cayman Islands	

Upon completion of the re-registration, could you please send these shares (42,700,000 in total) by Federal Express (account number 337074073) to the following address:

Caledonian Bank Limited
69 Dr. Roy's Drive George Town
Grand Cayman KY1-1102 Cayman Islands
Attention: Alicia Nixon

Please contact me at (213) 364-3395 should you have any questions regarding the foregoing. Please forward a copy of the Federal Express tracking number to: corporatedd@gmail.com



SWVI TA# 104, p. 6
SWVI Scans 311

**CERTIFIED RESOLUTIONS ADOPTED BY BOARD OF DIRECTORS OF SWINGPLANE
VENTURES, INC.
A NEVADA CORPORATION**

The undersigned hereby certifies that he is the duly elected, qualified and acting President of the above-named Corporation and in that capacity in charge of its official records including the minute book containing original minutes of meetings of its Board of Directors; and that on the 11th day of September, 2012, a meeting of said Board of Directors was duly convened and held, with a quorum present throughout the proceedings thereof, at which the following resolutions were duly moved, seconded and carried, said resolutions remaining in full force and effect at the date of this certificate:

BE IT RESOLVED: That EMPIRE STOCK TRANSFER INC., Transfer Agent for this corporation be, and it hereby is, directed to process the transfer request regarding the certificate below; and this Board of Directors does hereby extend this corporation's irrevocable agreement to indemnify said Transfer Agent for all loss, liability or expense in carrying out the authority and direction herein contained on the terms herein set forth. The Transfer Agent shall maintain the right to uphold the transfer in the event of forgery.

IN WITNESS WHEREOF, the undersigned has set his hand in his capacity above mentioned and affixed the seal of the above named corporation, all this 11th day of September, 2012.

By: 

Matthew Dichl, President

Cert #	Shareholder	Amount
39	Hilda Dalila Martinez Galvan	100,000
38	Maria Isabel Gonzalez Angeles	100,000
37	Tomas Salgado Damian	100,000
36	Dulce Julia Sanguino Becerril	100,000

SWVI TA# 104, p. 7
SWVI Scans 312

Could you please re-register these shares as follows:

Legacy Global Markets, S.A. 14,000,000
 2nd Floor, Caye Bank Bldg.
 Coconut Drive, San Pedro Ambergris Caye
 Belize

Cert #	Shareholder	Amount
70	Ivana Korac	120,000
57	Smilja Blace	90,000
67	Milica Nestorovic	120,000
68	Milorad Cveticanin	120,000
69	Vlatka Gnjatovic	90,000
71	Smiljana Pavlovic	110,000

Could you please re-register these shares as follows:

Legacy Global Markets, S.A. 22,750,000
 2nd Floor, Caye Bank Bldg.
 Coconut Drive, San Pedro Ambergris Caye
 Belize

Cert #	Shareholder	Amount
65	Milena Kojadinovic	110,000
58	Tatjana Stefanovic	90,000
72	Djurdja Linjacki	110,000
63	Srdjan Francuski	110,000
64	Srdjan Culic	110,000
66	Branka Korica	120,000

Could you please re-register these shares as follows:

Clear Water Securities 22,750,000
Suite 220, Caye Bank Bldg.
Coconut Drive, San Pedro
Ambergris Caye, Belize

Cert #	Shareholder	Amount
53	Marina Bogdanovic	90,000
54	Ines Radovic	90,000
55	Ivana Krgovic	90,000
56	Sonja Maric	90,000
60	Olja Homa	110,000
59	Gordana Cveticanin	110,000

Could you please re-register these shares as follows:

Clear Water Securities 20,300,000
Suite 220, Caye Bank Bldg.
Coconut Drive, San Pedro Ambergris Caye
Belize

Cert #	Shareholder	Amount
46	Veljko Vavrin	80,000
40	Hector Casillas Suarez	100,000
41	Griselda Santillan Coria	100,000
42	Francisco Gerardo Alvarez Maturano	100,000
43	Eligio Gerardo Castaneda Estrada	100,000
44	Elena Guerra Pardillo	100,000

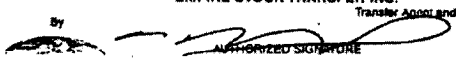
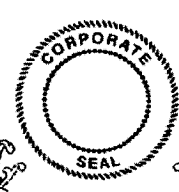




Could you please re-register these shares as follows:

Caledonian Bank Limited	20,300,000
69 Dr. Roy's Drive George Town	
Grand Cayman KY1-1102 Cayman Islands	

Cert #	Shareholder	Amount
45	Adriana Morales Diaz	100,000
47	Dusan Malesev	80,000
48	Nemanja Govedarovic	80,000
49	Aleksandar Vujakovic	80,000
50	Volislav Malesev	120,000
51	Sofija Stanic	90,000
52	Djordje Bogdanovic	90,000



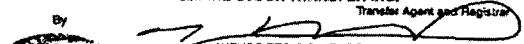


Could you please re-register these shares as follows:

Caledonian Bank Limited	22,400,000
69 Dr. Roy's Drive George Town	
Grand Cayman KY1-1102 Cayman Islands	

<div style="border: 1px solid black; padding: 5px; display: inline-block;">NUMBER 103</div> COMMON STOCK	SWINGPLANE VENTURES, INC. <small>INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA</small>	<div style="border: 1px solid black; padding: 5px; display: inline-block;">SHARES ***14,000,000***</div> COMMON STOCK <small>CUSIP 870787207</small>
<small>SEE REVERSE FOR CERTAIN DEFINITIONS</small>		
<p>THIS CERTIFIES THAT</p> <p>***Legacy Global Markets, S.A.***</p> <p>is the Owner of *** Fourteen Million ***</p>		
<p>FULLY PAID AND NON-ASSESSABLE SHARES OF COMMON STOCK OF SWINGPLANE VENTURES, INC.</p> <p><i>transferable on the books of the Corporation by the holder hereof, in person or by duly authorized attorney, upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.</i></p> <p><i>Witness this facsimile seal of said Corporation and the facsimile signatures of its duly authorized officers.</i></p> <p>Dated: September 13, 2012</p> <p>COUNTERSIGNED AND REGISTERED: EMPIRE STOCK TRANSFER INC. <small>Transfer Agent and Registrar</small></p> <div style="display: flex; justify-content: space-around; align-items: center;"><div style="text-align: center;"><small>By</small>  <small>AUTHORIZED SIGNATURE</small></div><div style="text-align: center;"> <small>CORPORATE SEAL</small></div><div style="text-align: center;"> <small>SECRETARY</small></div><div style="text-align: center;"> <small>PRESIDENT</small></div></div>		
B 33398		




SWVI Scans 420

SWVI TA# 104, p. 115

<div style="border: 1px solid black; padding: 5px; display: inline-block;">NUMBER 104</div> COMMON STOCK	SWINGPLANE VENTURES, INC. <small>INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA</small>	<div style="border: 1px solid black; padding: 5px; display: inline-block;">SHARES ***22,750,000***</div> COMMON STOCK <small>CUSIP 870787207</small>
<small>SEE REVERSE FOR CERTAIN DEFINITIONS</small>		
THIS CERTIFIES THAT ***Legacy Global Markets, S.A.*** is the Owner of *** Twenty-Two Million Seven Hundred Fifty Thousand ***		
FULLY PAID AND NON-ASSESSABLE SHARES OF COMMON STOCK OF SWINGPLANE VENTURES, INC.		
<small>transferable on the books of the Corporation by the holder hereof, in person or by duly authorized attorney, upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.</small>		
<small>Witness this facsimile seal of said Corporation and the facsimile signatures of its duly authorized officers.</small>		
<small>Dated: September 13, 2012</small>		
<small>COUNTERSIGNED AND REGISTERED: EMPIRE STOCK TRANSFER INC. Transfer Agent and Registrar</small>	<div style="border: 1px solid black; border-radius: 50%; padding: 10px; display: inline-block; text-align: center;">CORPORATE SEAL</div>	<div style="display: inline-block; text-align: center; vertical-align: bottom;"> <small>SECRETARY</small></div> <div style="display: inline-block; text-align: center; vertical-align: bottom; margin-left: 20px;"> <small>PRESIDENT</small></div>
<small>By</small>  <small>AUTHORIZED SIGNATURE</small>		
B 33397		

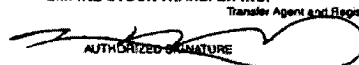



SWVI Scans 421

SWVI TA# 104, p. 116

NUMBER 105	SHARES ***22,750,000***
COMMON STOCK	COMMON STOCK CUSIP 870787207
SWINGPLANE VENTURES, INC.	
INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA	
SEE REVERSE FOR CERTAIN DEFINITIONS	
THIS CERTIFIES THAT	
Clear Water Securities	
is the Owner of *** Twenty-Two Million Seven Hundred Fifty Thousand ***	
FULLY PAID AND NON-ASSESSABLE SHARES OF COMMON STOCK OF SWINGPLANE VENTURES, INC.	
<i>transferable on the books of the Corporation by the holder hereof, in person or by duly authorized attorney, upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.</i>	
<i>Witness this facsimile seal of said Corporation and the facsimile signatures of its duly authorized officers.</i>	
Dated: September 13, 2012	
COUNTERSIGNED AND REGISTERED: EMPIRE STOCK TRANSFER INC. <small>Transfer Agent and Registrar</small>	
By  AUTHORIZED SIGNATURE	
 SECRETARY	 PRESIDENT
B 33396	

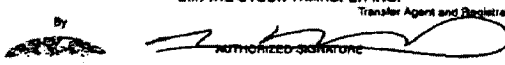
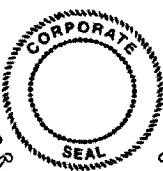

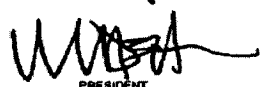


SWVI Scans 422

SWVI TA# 104, p. 117

<div style="border: 1px solid black; padding: 5px; display: inline-block;">NUMBER 106</div> COMMON STOCK	SWINGPLANE VENTURES, INC. <small>INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA</small>	<div style="border: 1px solid black; padding: 5px; display: inline-block;">SHARES ***20,300,000***</div> COMMON STOCK <small>CUSIP 870787207</small>
<small>SEE REVERSE FOR CERTAIN DEFINITIONS</small>		
<p>THIS CERTIFIES THAT</p> <p style="text-align: center;">***Clear Water Securities***</p> <p>is the Owner of *** Twenty Million Three Hundred Thousand ***</p>		
<p>FULLY PAID AND NON-ASSESSABLE SHARES OF COMMON STOCK OF SWINGPLANE VENTURES, INC.</p> <p><i>transferable on the books of the Corporation by the holder hereof, in person or by duly authorized attorney, upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.</i></p> <p><i>Witness this facsimile seal of said Corporation and the facsimile signatures of its duly authorized officers.</i></p> <p>Dated: September 13, 2012</p> <p>COUNTERSIGNED AND REGISTERED: EMPIRE STOCK TRANSFER INC. <small>Transfer Agent and Registrar</small></p> <div style="display: flex; justify-content: space-around; align-items: center;"><div style="text-align: center;"><small>By</small>  <small>AUTHORIZED SIGNATURE</small></div><div style="text-align: center;"> <small>CORPORATE SEAL</small></div><div style="text-align: center;"> <small>SECRETARY</small></div><div style="text-align: center;"> <small>PRESIDENT</small></div></div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"><div style="border: 1px solid black; padding: 2px;">B 33395</div><div style="border: 1px solid black; width: 100px; height: 20px;"></div></div>		

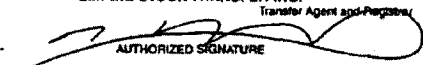
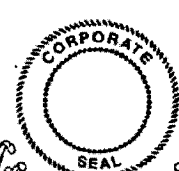


SWVI Scans 423

SWVI TA# 104, p. 118

<div style="border: 1px solid black; padding: 5px; display: inline-block;">NUMBER 107</div> COMMON STOCK	SWINGPLANE VENTURES, INC. <small>INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA</small>	<div style="border: 1px solid black; padding: 5px; display: inline-block;">SHARES ***20,300,000***</div> COMMON STOCK CUSIP 870787207
<small>SEE REVERSE FOR CERTAIN DEFINITIONS</small>		
<p>THIS CERTIFIES THAT</p> <p style="text-align: center;">***Caledonian Bank Limited***</p> <p>is the Owner of *** Twenty Million Three Hundred Thousand ***</p>		
<p>FULLY PAID AND NON-ASSESSABLE SHARES OF COMMON STOCK OF SWINGPLANE VENTURES, INC.</p> <p><i>transferable on the books of the Corporation by the holder hereof, in person or by duly authorized attorney, upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.</i></p> <p><i>Witness this facsimile seal of said Corporation and the facsimile signatures of its duly authorized officers.</i></p> <p>Dated: September 13, 2012</p> <p>COUNTERSIGNED AND REGISTERED: EMPIRE STOCK TRANSFER INC. <small>Transfer Agent and Registrar</small></p> <div style="display: flex; justify-content: space-around; align-items: center;"><div style="text-align: center;"><small>By</small>  <small>AUTHORIZED SIGNATURE</small></div><div style="text-align: center;"> <small>CORPORATE SEAL</small></div><div style="text-align: center;"> <small>SECRETARY</small></div><div style="text-align: center;"> <small>PRESIDENT</small></div></div>		
B 33394		

SWVI Scans 424

SWVI TA# 104, p. 119

<div style="border: 1px solid black; padding: 5px; display: inline-block;">NUMBER 108</div> COMMON STOCK	SWINGPLANE VENTURES, INC. <small>INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA</small>	<div style="border: 1px solid black; padding: 5px; display: inline-block;">SHARES ***22,400,000***</div> COMMON STOCK <small>CUSIP 870787207</small>
<small>SEE REVERSE FOR CERTAIN DEFINITIONS</small>		
<p>THIS CERTIFIES THAT</p> <p style="text-align: center;">***Caledonian Bank Limited***</p> <p>is the Owner of *** Twenty-Two Million Four Hundred Thousand ***</p>		
<p>FULLY PAID AND NON-ASSESSABLE SHARES OF COMMON STOCK OF SWINGPLANE VENTURES, INC.</p> <p><i>transferable on the books of the Corporation by the holder hereof, in person or by duly authorized attorney, upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.</i></p> <p><i>Witness this facsimile seal of said Corporation and the facsimile signatures of its duly authorized officers.</i></p> <p>Dated: September 13, 2012</p> <p>COUNTERSIGNED AND REGISTERED: EMPIRE STOCK TRANSFER INC. <small>Transfer Agent and Registrar</small></p> <div style="display: flex; justify-content: space-around; align-items: center;"><div style="text-align: center;"><small>By</small>  <small>AUTHORIZED SIGNATURE</small></div><div style="text-align: center;"> <small>CORPORATE SEAL</small></div><div style="text-align: center;"> <small>SECRETARY</small></div><div style="text-align: center;"> <small>PRESIDENT</small></div></div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"><div style="border: 1px solid black; padding: 2px;">B 33393</div><div style="border: 1px solid black; width: 100px; height: 20px;"></div></div>		

SWVI Scans 425

SWVI TA# 104, p. 120

8-K 1 form8k.htm 8-K

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 15, 2012

SWINGPLANE VENTURES, INC.

Exact name of registrant as specified in its charter

Nevada

(State or other jurisdiction of incorporation)

000-54571

(Commission File Number)

27-2919616

(IRS Employer Identification No.)

Punta Pacifica, Torres de las Americas, Piso 15, Torre A, Panama

*(Address of principal executive offices)**(Zip Code)**Registrant's telephone number, including area code*

220 Summit Blvd. #402 Broomfield, CO 80021

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

SECTION 1. – REGISTRANT'S BUSINESS AND OPERATIONS**Item 1.01 Entry into a Material Definitive Agreement.**

On October 15, 2012, Swingplane Ventures, Inc. (the "Company") entered into an assignment agreement with Mid Americas Corp. ("Mid Americas"). Under the terms of the assignment agreement the Company will be assigned all of the rights under an option agreement between Mid Americas Corp and Gunter Stromber and Elsa Dorila Durate Horta (the "Vendors") whereby Mid Americas has the rights to acquire 75% of certain mining concessions in Chile (the "Option Agreement").

Under the Option Agreement and certain amendments thereto, Mid Americas is required to pay the following payments:

- (i) \$950,000 cash payments through to October 15, 2012
- (ii) \$250,000 cash payment on December 1, 2012
- (iii) \$750,000 cash payment on or before June 30, 2013
- (iv) \$750,000 cash payment on or before June 30, 2014
- (v) \$5,000,000 cash payment to be made from net proceeds of Production.

Further, the agreement calls for Mid Americas to incur expenditures in an aggregate amount of \$20,000,000 over a period of three (3) years from the Effective Date as follows:

- (i) \$10,000,000 to be placed in trust with the Optionee for expenditure on the Property within 180 days October 1st (the "Effective Date") to be fully expended within eighteen (18) months of the Effective Date.
- (ii) \$10,000,000 to be expended on or before three years from the Effective Date;
- (iii) until the Option is earned retain the services of Gunter Stromberger at a fee of \$25,000 per month, which fee shall commence with the commencement of operations on the mining concessions by Mid Americas.

Mid Americas has paid the \$950,000 as required under the initial agreement therefor the Company will be required to assume the December 1, 2012 payment obligation of \$250,000 and all other payments thereafter.

In exchange for the assignment, the Company must undertake the following actions:

- (i) issue a total of 300,000,000 shares of its common stock to Mid Americas or its directed assignees, of which a total of 10,000,000 shares of common stock to be issued to Mid Americas shall be included for registration in the registration statement defined in below;
- (ii) cause the cancellation of a total of 337,500,000 of its common stock currently held by its sole officer and director;
- (iii) file a registration statement with the requisite regulatory authorities to raise up to \$10,000,000 by way of the sale of up to 40,000,000 shares of the common stock of Swingplane, of which no less than seventy-five percent of the funds raised under such registration statement shall be used to fund the required payments under the Original Property Agreement and the Amendments thereto.

The closing of this transaction will effect a change in control of the Company.

The transaction is expected to close on or before October 31, 2012.

The Company intends to file a Super 8-K concurrent with the closing of this transaction.

SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Exhibit Description
-------------	---------------------

10.1	Assignment Agreement between the Company and Mid Americas Corp dated October 15, 2012
------	---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SWINGPLANE VENTURES, INC.

Dated: **October 15, 2012**

By:	<u>/s/ Michel Voyer</u>
Name:	Michel Voyer
Title:	Chief Executive Officer, President, Secretary, Treasurer, Chief Financial Officer and Director

2013-01-24 MWR SWVI Negotiates Option Agr

Wire: Market Wire (MWR) Date: Jan 24 2013 7:00:00

Swingplane Negotiates Option Agreement

 BN 01/24 07:00 *SWINGPLANE NEGOTIATES OPTION PACT

Swingplane Negotiates Option Agreement

SANTIAGO, CHILE -- (Marketwire) -- 01/24/13 -- Swingplane Ventures Inc. (the "Company") (OTCBB: SWVI) has recently negotiated a share exchange agreement with a company holding an Option Agreement to acquire a 75% percent interest in the Algarrobo Property. The Algarrobo Property (the "Property") is an Iron Oxide -Copper-Gold (IOCG) property located approximately 850 km north of Santiago, in the III Region, Province of Chanaral, Chile. The city of Copiapo is located approximately 43 km to the southeast of the Property, with the small port city of Caldera 25 km to the east. The Property consists of 32 tenures, comprising a total of 6,161 ha (15,224 acres).

Mining operations completed to date, on both the Property and immediately adjacent tenures, have resulted in a large number of workings, of which approximately 35 comprise near surface workings greater than 2 m in depth to more extensive, historical mining operations extending several hundred meters below surface. Historical mining activity has defined, and is centered around, three main mineralized trends, as follows:

*T

- Panga, Ecuador, Uruguay, etc. in the north
- Descubridora, Estaca, Viuda, etc. in the center
- Buena Vista, Alicia, etc. in the south

*T

These workings, particularly the old mines developed along these well defined mineralized trends, have produced variable quantities of high grade copper ore, predominantly as copper oxides, in a supergene enriched oxide zone extending to an approximate depth of 120 metres below surface. The oxide zone is typically underlain by a transitional zone of mixed copper oxides and copper sulphides, with underlying copper sulfide ores mined to greater depth (i.e. 450 meters in the Viuda Mine).

The three major mineralized trends (above), and a fourth less well developed mineralized trend (Mantos Ossa), are well defined by previous workings and clearly evident on satellite (i.e. Google Earth) imagery. These workings clearly define a well mineralized zone having a surface extent of at least 3 km, with an interpreted potential surface extent of at least 4 km, and potentially up to 6.5 km or more. At surface, the veins vary between as little as 15 cm to as much as 1.5 m, however, they rapidly increase in thickness in the near surface to at least 1.5 and 2.5 m. A limited underground sampling program completed by the property vendor in 2000 reported "blows," regions along the vein as exposed by the underground workings in which the mineralized veins, "...were up to 60 m horizontally and 40 m vertically, with widths between 1.5 meters and more than 5 meters - Estaca mine" (Stromberger 2000).

In addition to the four "Major Veins" described above, a number of

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sub-parallel, subordinate veins are interpreted to be present between the major veins presently identified. These subsidiary, often mineralized veins are interpreted to represent secondary veins developed as splays off the primary veins and/or a nested set of primary and/or en echelon secondary veins representing "horse-tails."

Management believes the Property represents significant potential to further develop current, near surface high grade copper +/- gold mineralization identified in multiple veins into a larger commercial operation. The Company's mandate is to aggressively pursue: 1) expansion of the existing mineral potential of the Algarrobo Property, and 2) further exploration of the Property to evaluate opportunities for developing short term production capacity having potential for further expansion.

Currently, a total of five have been developed into drifts driven on high grade copper-bearing mineralized veins identified at surface.

The president, Mr. Voyer, says, "This is a very exciting undertaking for the company and we are very fortunate to be part of the Algarrobo project."

The content of this news release has been reviewed by Rick Walker, B.Sc., M.Sc., P. Geo., a Qualified Person for the purposes of NI 43-101, with the ability and authority to verify the authenticity and validity of the data herein.

This Press release has been revised and approved by the President of the Company.

Mr. Michel Voyer
President

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2013-01-24 MWR SWVI Negotiates Option Agr
SUCCEED AND THE COMPANY WILL ULTIMATELY ACHIEVE COMMERCIAL SUCCESS.
THESE FORWARD-LOOKING STATEMENTS ARE MADE AS OF THE DATE OF THIS NEWS

Swingplane Ventures, Inc.

For more information, please visit our website at
Web: www.swingplaneventuresinc.com
Or call Investor Relations: 1-800-253-1692

-0- Jan/24/2013 12:00 GMT

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2013-01-25 MWR SWVI Provides Data on Algarrobo
Wire: Market Wire (MWR) Date: Jan 25 2013 7:00:00
Swingplane Ventures, Inc. Provides Historical Data on the Algarrobo
Swingplane Ventures, Inc. Provides Historical Data on the Algarrobo

SANTIAGO, CHILE -- (Marketwire) -- 01/25/13 -- Swingplane Ventures, Inc. (OTCBB: SWVI) (the "Company") is pleased to update information on the History of the Algarrobo property.

Swingplane Venture Inc.'s (the "Company") Algarrobo Property (the "Property") is an Iron Oxide-Copper-Gold (IOCG) property located approximately 850 km north of Santiago, in the III Region, Province of Charral, Chile. The city of Copiapo is located approximately 43 km to the southeast of the Property, with the small port city of Caldera 25 km to the east. The Property consists of 32 tenures, comprising a total of 6,161 ha (15,224 acres).

The following anecdotal history for the Property and immediately adjacent area has been modified slightly from Stromberger (2012). The following anecdotal history of the Property and immediate area was compiled by the Property Vendor. The historical information has not been verified.

A copy of his non NI 43-101 compliant report is available at:

http://www.swingplaneventuresinc.com/images/docs/Stromberger_Report_April_2012.pdf

"Copper from limited surface exposures on, and immediately adjacent to, the Algarrobo Property was first mined in the late 1700s. Since that time, approximately 35 mines have been excavated on 4 primary and approximately 10 secondary veins. It has been estimated that the historical British operator produced copper ore having a cut-off grade of +/- 6% Cu.

Major copper mines around the world generally average less than 1% copper, a prime example is Freeport McMoran's Grasberg mine which has approximately 2.5 billion tonnes of copper grading at 1.1%.

The Algarrobo copper deposit was discovered in 1808, with large scale industrial mining operations initiated in 1868 and active for approximately 25 years. In 1890, a report on the Algarrobo mines by Francisco San Roman led to an evaluation of the feasibility of constructing a railroad line from Caldera to facilitate transport of copper ore at lower transportation costs. The railroad was also expected to permit more efficient exploitation of the mineral reserves, given that the cut-off grade for the Algarrobo copper ore was 12% Cu at that time. Ore quality and reserves at that time were deemed to be of sufficient grade and tonnage for the British operator of the mines to undertake construction of a 20 km railroad from the port of Caldera to Algarrobo. "High grade ore", thought to comprise ore greater than 15% Cu was shipped directly to England, while "low grade ore", ore grading less than 15% Cu, was processed at a local smelter in Caldera prior to shipment to England. (Note: "Ore" is used in the context of the reference cited and may not be NI 43-101 compliant).

The railroad operated into the 1940s, with a cable car system used to transport ore from mining operations at an elevation of approximately 1100 m to the railhead at approximately 650 m. In the mid-1900s, a road was also built from Caldera, allowing re-processing of ore waste on several occasions. The mine dumps left by the British operator

2013-01-25 MWR SWVI Provides Data on Algarrobo provide some clues regarding the grade of ore extracted from the historical operations. Over approximately 20 years, between 1960 and 1980, the waste dumps have been reprocessed three times by local miners. ENAMI, the state controlled Chilean mining company, constructed the 35 km road to the area for this purpose. Available records document that the grade of material initially processed graded between 6 - 8% Cu, dropping to a grade between 4 - 6% Cu during the second phase of processing and 3-4% from the third phase. The material remaining is estimated to grade between 1.5 - 2% Cu. The railway is still on the property today.

No quantitative data are available with regard to cumulative production for the Property. In his report, San Roman estimated approximately 800,000 tonnes of 12% plus mineral had been extracted by the 1890s, with close to the same amount of material in the waste dumps, grading between 3% and 4. At this time, it is estimated that approximately 200,000 tonnes of "low grade" dump material remains.

From the 1920's until 1997, sporadic manual production on a limited basis was undertaken by local miners (pirquineros) on extensions of the veins previously mined. Most of the workings evident on the Algarrobo Property, and immediately adjacent ground, have been excavated and operated using hand tools, with limited mechanization and are, therefore, generally restricted to surface and/or shallow sub-surface workings, at depths ranging between 5 meters to 40 meters. Local pirquineros claim that until 1973 they sold ore grading 6% Cu and above to ENAMI as direct smelting ore. In 1973 ENAMI raised the cut-off grade for direct smelting ore to 12% Cu. All of the ore mined by the pirquineros has been hand sorted to meet the ENAMI requirements.

In 1997, American Canyon Mining initiated processing of mine waste dumps for recovery of low grade copper, with assayed grades between 1.5% and 2.5% copper, on a preliminary test basis in leach pads on site. Approximately 9,000 tonnes of mineralized, low grade ore was crushed, screened and piled after laboratory leach tests showed satisfactory results. The project was shut down in 1998 due to the decline in copper prices" Stromberger (2012).

In 2000, the property vendor, Gunter Stromberger, undertook a sampling program of some of the workings and waste dumps on the Property and immediately adjacent ground. A total of 160 samples were taken from surface, near surface and underground workings. The results of this program will be reported in a separate Press Release.

In 2009, the property vendor undertook a rotary drill program in an attempt to assess vein continuity and grade in the near sub-surface. A total of 10 holes were drilled, with four (#11 - 14) abandoned due depth of overburden (> 25 m - the amount of casing available). Generally, the holes that encountered bedrock documented anomalous background levels of copper, ranging from 0.10% to a maximum of 1.05%. Six of the holes intersected copper mineralized veins. The results of the drill program will be reported in a separate Press Release.

Between 2010 and early 2012, the property vendor exposed several high grade copper mineralized veins at surface and developed an approximately 3 m wide x 4 m high drift, the "Veta Gruesa Centre" Drift on the Veta Gruesa. A second drift, the "Exploration" Drift, is located approximately 350 west of the Veta Gruesa Centre drift and had just encountered the footwall of the Veta Gruesa at the time of the Company's Due Diligence property evaluation in February, 2012.

2013-01-25 MWR SWVI Provides Data on Algarrobo
 Since the Due Diligence property evaluation in February, 2012, the property vendor has opened up two additional drifts on behalf of the Company, comprised of a third drift on the Veta Gruesa (Veta Gruesa East), the False Estaca Drift and initial development on the Descubridora Vein. Heavy equipment has exposed high grade copper mineralization immediately below a thin veneer of eolian sand, believed to correlate to the workings defining the Descubridora vein. This exposure is actively being developed into a drift at this time. In addition, heavy equipment is currently working to remove sand in order to expose the Descubridora Vein approximately 40 m farther west and at slightly lower elevation so as to provide a second drift on this high grade copper vein. Finally, ore is currently being stockpiled at surface in anticipation of receipt of the license required to sell the ore from the Property to the government-owned ENAMI facility at Copiapo, located approximately 43 km to the south.

The content of this news release has been reviewed by Rick Walker, B.Sc., M.Sc., P. Geo., a Qualified Person for the purposes of NI 43-101, with the ability and authority to verify the authenticity and validity of the data herein.

Michel Voyer
 President and Director

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-0- Jan/25/2013 12:00 GMT

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2013-01-28 MWR SWVI Provides Info on Chile's Rich Mineralization
Wire: Market Wire (MWR) Date: Jan 28 2013 7:13:33
Swingplane Ventures, Inc. Provides Information on Chile's Rich Mineralization
Swingplane Ventures, Inc. Provides Information on Chile's Rich Mineralization

SANTIAGO, CHILE -- (Marketwire) -- 01/28/13 -- Swingplane Ventures, Inc. (OTCBB: SWVI) (the "Company") is pleased to update information on Chile's Rich Mineralization.

Chile's well established copper porphyry belt, which hosts world class deposits including CODELCO's giant Chuquibambilla deposit which, by excavated volume, is the largest open pit copper mine in the world. For many years it was the mine with the largest annual production in the world, but nevertheless it remains the mine with by far the largest total production of approximately 29 million tonnes of copper to the end of 2007. The La Escondida (BHP Billiton 57.5%, 30% by Rio Tinto) deposit is currently the highest producing copper mine in the world. Its 2007 production of 1.483 million tonnes of copper was worth US \$10.12 billion and represented 26% of Chilean copper production, according to the US Geological Survey's preliminary estimates of 2007 world mine output.

The Chilean Iron Belt (CIB) is a similarly narrow, north-south oriented belt containing hundreds of magnetite-apatite ("Kiruna-type") and Iron Oxide-Copper-Gold (IOCG) occurrences located outboard (i.e. on the coastal side) of the porphyry belt and extends approximately 600 km from 31 degrees S north to 25 degrees S. The CIB hosts several large IOCG mines, including Candelaria (Freeport McMoran) mine which as of December 31, 2011 reported a resource of 399 million tonnes of copper grading at 0.58% copper and 0.13% gold, recoverable proven and probable reserves. The Mantoverde mine (Anglo American), as well as numerous smaller mines and/or projects, including Santo Domingo (Capstone Mining) mine which highlighted in its pre-feasibility study completed in the third quarter of 2011 average annual production of 144 million pounds of copper, 4.1 million tonnes of iron concentrate and 15 thousand ounces of gold. Additional mines include Relincho (Teck Corp) and Andacollo (Teck Corp (90%) / ENAMI (10%)).

Note: The preceding contains grades and tonnages reported by the companies cited. The grades and tonnages cited may not be compliant with NI 43-101. Mantoverde, Santo Domingo and the Punta Del Cobre - Candelaria Belt are considered representative of IOCG-type deposits in similar structural settings both north and south of the Property and, as such, are considered analogues for the style of mineralization on the Property.

"Manto-type" copper deposits overlap the CIB over a distance of approximately 1100 km, between 33 degrees S to 21 degrees S. In addition, IOCG occurrences have been reported within the "manto-type" belt from just south of Vallenar (29 degrees S) to just south of Chanaral (26 degrees S). These well defined belts are spatially associated with the Atacama Fault, a well developed fault system that extends from Iquique (20 degrees S) north to La Serena (30 degrees S).

The Algarrobo Property (the "Property") is interpreted to be an IOCG occurrence located in the southern portion of CIB in the area of overlap with "Manto-type" copper occurrences, consistent with other IOCG occurrences reported in the area. The Property is located on the west margin of the Atacama Fault System and hosted within the Pluton Sierra El Robe, a dioritic to quartz dioritic pluton of Jurassic age.

2013-01-28 MWR SWVI Provides Info on Chile's Rich Mineralization

Faulting associated with the Atacama Fault System is believed to be the primary control on mineralization, both in terms of the controlling structures hosting mineralization and the fluid conduits that allowed movement of metal-rich fluids. Copper-rich hematite is the predominant form of mineralization in the oxidized zone near surface, with copper sulphides underlying a variably developed transitional zone below approximately 120 m.

Mining operations in the Algarrobo area are comprised of near surface workings to more extensive operations extending several hundred metres below surface. Approximately 35 mines, ranging from near surface excavations to underground mines, have defined, and are centered around, three main mineralized trends, as follows:

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- Panga, Ecuador, Uruguay, etc. in the north
- Descubridora, Estaca, Viuda, etc. in the center
- Buena Vista, Alicia, etc. in the south

*T

The mines developed along these well defined mineralized trends have produced variable quantities of high grade copper, shipped as direct smelting ore to the ENAMI facility at Copiapo, approximately 45 km south of the Property.

Further exploration and immediate small scale production is well justified.

Michel Voyer
President and Director

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2013-01-30 PRN SWVI Outlines Extensive Mineralization

Wire: PR Newswire (PRN) Date: Jan 30 2013 11:56:54

Swingplane Ventures, Inc Outlines Extensive Mineralization with Depths of 450 meters and Strikes of 4 kilometers

Swingplane Ventures, Inc Outlines Extensive Mineralization with Depths of 450 meters and Strikes of 4 kilometers

PR Newswire

SANTIAGO, Chile, Jan. 30, 2013

SANTIAGO, Chile, Jan. 30, 2013 /PRNewswire/ -- Swingplane Ventures, Inc. (OTC-BB: SWVI) (the "Company") is pleased to announce a NI43-101 report and outlines extensive mineralization.

Swingplane Venture, Inc.'s (the "Company") Algarrobo Property (the "Property") is an Iron Oxide -Copper-Gold (IOCG) property located approximately 850 km north of Santiago, in the III Region, Province of Chanaral, Chile. The city of Copiapo is located approximately 43 km to the southeast of the Property, with the small port city of Caldera 25 km to the east. The Property consists of 32 tenures, comprising a total of 6,161 ha (15,224 acres).

A NI 43-101 report on the Property has recently been received by Company. The report was based on separate Due Diligence property evaluations (February and December, 2012) and a review of available information. The report will be available today on the Company's web-site at: www.swingplaneventuresinc.net.

The Main Mineralized Trend is very well defined by abundant workings, both historical and arising from more recent work, ranging from shallow pits and workings to mine development extending to depths up to 450 m below surface. Taken together, these workings delineate at least three "Major Veins", having clearly evident surface extent up to 1.3 km, with an interpreted potential surface extent of at least 4 km along strike.

Results from two Due Diligence property evaluations are interpreted to indicate a significant opportunity to further develop the mineral potential of the Property and increase the current level of development. The Company proposes to increase the current level of development by a series of short term initiatives including, but not limited to, the following:

- o Secure receipt of the license required for sale of ore from the Property to the government owned ENAMI facility in Copiapo in January, 2013.
- o Initial purchase of two jumbo scoops and a mechanized blast hole.
- o Purchase of three, 30 tonne ore trucks to facilitate cost efficient transport of ore from the Property to the ENAMI facility at Copiapo
- o Purchase of a grader with which to maintain roads to, and within, the Property.
- o Purchase of an Excavator with which to expose and initially develop drifts.
- o Purchase of a crusher, Water Truck and D6 to D8 dozer (ore equivalent).

At the current time, limited production in the immediate area emphasizes recovery and sale of high grade copper ore having an average grade of 9% Cu ("Direct Shipping Ore"). In addition, it is believed opportunities exist for realizing additional value from the high grade copper ore documented on the Property and, more specifically, from the drifts currently developed through additional processing of high grade mineralized material. Further processing of high grade mineralized material on-site should be evaluated with the objective of producing a silver- and/or gold-rich copper concentrate. In addition, further processing may present an opportunity for adding separate flotation / processing circuits for recovery of by-product molybdenum, cobalt and/or Light Rare Earth Elements

2013-01-30 PRN SWVI Outlines Extensive Mineralization

A number of observations have been made with respect to interpreted development potential of the Property, as follows:

- o A number of well mineralized veins, up to 3.5 m thick at surface, exhibiting continuity along strike lengths up to 1.3 km and comprised of high grade copper mineralization, define a trend having minimum dimensions of 8 km northeast-southwest by 2.5 km wide and comprised of at least three Major Veins and an unknown of subsidiary veins.
- o High grade lenses have been documented underground, with maximum dimensions of 40 m horizontally by 60 metres vertically. These lenses are tentatively interpreted to represent "blows" along veins, possible dilation zones along mineralized faults, evidence of structural control on development of mineralized veins along active faults and/or intersection of two (or more) mineralized veins and the associated damage zones. Such lenses or "blows" represent concentrations of high grade ore and, therefore, considerable economic value for development.
- o A total of five drifts have been developed on the Property. Three of the drifts, the "Veta Gruesa Centre", "Exploration" and Veta Gruesa East, have been developed along the Veta Gruesa, separated by a minimum of 150 m. The remaining two, False Estaca and Descubridora, are developed along interpreted extensions of Major Veins. Work is underway to expose a second drift on the Descubridora Vein, approximately 40 m farther west and at slightly lower elevation, due to the very high grade copper ore (up to 50% Cu) exposed in the initial Descubridora Drift.
- o Similar, significant development potential is interpreted along the eastern projection of the Manto Ossa and Veta Gruesa, east of the existing Veta Gruesa East Drift.
- o An additional 11 high grade copper mineralized veins have been exposed, with a minimum of 8 additional sites proposed, for subsequent development into production drifts.
- o Documented copper grades described vary from background values between 0.3 and 2%, low grade copper between 2 and 5%, to "Direct Smelting Ore" averaging 9%, with high grade copper values in excess of 24% (to as high as 50% Cu content).
- o The potential depth extent of high grade mineralization, extending from a near surface oxide zone through a transitional zone to an underlying sulphide zone, is currently unknown, however, there is no information suggesting it would not extend below the current depth of the existing workings. The maximum depth of historical workings (i.e. 450 m - Viuda Mine) is interpreted to have been limited by technology available rather than the base of sulphide mineralization.
- o Currently, "Direct Shipping Ore" shipped from the Property has received payment predominantly for copper. ENAMI currently pays for copper recovered from either copper oxide or copper sulphides, retaining the first gram of gold and/or the first ounce of silver from any "Sulphide" ore processed. Further processing of the copper ore on-site may result in production of a silver- and/or gold-rich copper concentrate, thereby maximizing the value of gold and/or silver content
- o In addition, further processing of the copper ore may present an opportunity for adding separate flotation / processing circuits for recovery of by-product molybdenum, cobalt and/or Light Rare Earth Elements

The area including the Property encompasses an abundance of workings, within which all known major mineralized veins identified to date are located. Recent exploratory work is interpreted to indicate excellent potential for identification, and subsequent development, of multiple, high grade copper mineralized veins over a large area, potentially extending from the Roble tenures, through the eolian sand covered Angela tenures to the south, southwest and west.

Mineralized veins were previously interpreted to be limited to those comprising the north-northeast - west-southwest trending Major Veins. Recent

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 exploration is interpreted to suggest that, in addition to the Major Veins, at least two additional sets of subordinate, subsidiary and/or en echelon copper mineralized veins have been identified, which supplement the mineral potential of the Major Veins. Thickness, grade and mineralogy of veins identified on the Property, and immediately adjacent ground, is interpreted to suggest significant potential for identification of both additional high grade copper-rich veins and confirmation of potentially economic copper mineralization at greater, but potentially minable, depth

High grade mineralization identified at, and near surface, is dominated by "almagrado", an informal term for an intimate mix of high grade copper minerals and hematite. An extensive suite of copper oxides, copper sulfates and secondary copper, interpreted to comprise supergene enrichment, dominate near surface, oxide mineralization. Extensive development of these supergene minerals is closely associated with high grade copper mineralized veins as an accompanying halo of lower grade mineralization. Supergene oxides transition to hypogene sulphide minerals at greater depth below surface. The near surface, oxidized mineralization has been extensively worked to date, with deeper transitional, mixed oxide / sulphide and deeper sulphide mineralization reported predominantly from the deeper historical workings. .

The Company believes there is potential for discovery, and subsequent development, of a large number of additional, high grade copper mineralized veins similar to those currently developed drifts. In support of this interpretation, Company has had an additional 11 high grade copper mineralized veins exposed, with a minimum of 8 additional sites proposed, for subsequent development.

Given the overall size of and the extent of the workings developed within, and immediately adjacent to, the Property, the number of samples taken to date from the Property to evaluate the grade of veins exposed in workings is very small. However, the development potential of the Property and immediately adjacent ground, is well established, although poorly documented. The terms of the Option Agreement require an increase from the current level of development, concurrent with an exploration program to further evaluate the Property.

Recently developed workings on the Property, namely the "Veta Gruesa Centre", "Exploration", Veta Gruesa East, False Estaca and Descubridora drifts, attest to the significant potential that exists for identification of new areas for development on high grade mineralized veins. These new workings have been developed predominantly within the last year, on veins up to 3.5 metres thick and yielding copper grades in excess of 24% (to as high as 50% Cu content). Sale of "Direct Shipping Ore" is pending, requiring receipt of a license from ENAMI specific to the Property. The Company anticipates receipt of the license within a month, facilitating transport and sale of stockpiled ore.

In summary, the Property is interpreted to have considerable potential to host high grade, copper mineralized, Iron Oxide-Copper-Gold (IOCG)-style vein mineralization, comprising both exploration and development potential for the Property. This interpreted potential is from high grade copper mineralized veins, and includes possible production of copper concentrate from current "waste" dumps and low grade, copper mineralized haloes surrounding high grade veins, as well as from elevated levels of background copper mineralization, proposed for future evaluation. Recommended exploration in the short term will be undertaken with an emphasis on developing existing and/or newly discovered, well mineralized, high grade copper veins into small scale operations with which to develop anticipated cash flow for the Company.

The content of this news release has been reviewed by Rick Walker, B.Sc., M.Sc., P. Geo., a Qualified Person for the purposes of NI 43-101, with the ability and authority to verify the authenticity and validity of the data herein.

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Michel Voyer
President and Director

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www.swingplaneventuresinc.net

Or contact Investor relations at:
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Wire: Market Wire (MWR) Date: Jan 31 2013 18:33:56

Swingplane Ventures, Inc. High Grade Copper Analyses

Swingplane Ventures, Inc. High Grade Copper Analyses

SANTIAGO, CHILE -- (Marketwire) -- 01/31/13 -- Swingplane Ventures, Inc. (OTCBB: SWVI) (the "Company") is pleased to update information on the History of the Algarrobo property.

Swingplane Venture Inc.'s (the "Company") Algarrobo Property (the "Property") is an Iron Oxide -Copper-Gold (IOCG) property located approximately 850 km north of Santiago, in the III Region, Province of Charral, Chile. The city of Copiapo is located approximately 43 km to the southeast of the Property, with the small port city of Caldera 25 km to the east. The Property consists of 32 tenures, comprising a total of 6,161 ha (15,224 acres).

Between December 6 and 9th, 2012, a second property evaluation was undertaken on the Property, during which 6 additional representative grab samples were recovered, primarily to evaluate high grade mineralized material recovered from the recently exposed Descubridora Drift. Grab samples were recovered from high grade mineralized material visually sorted into four piles, grading approximately 10% (ALGARW12-011 - mix of high grade mineralized material from Descubridora and False Estaca workings), 20% (ALGARW12-010), 30% (ALGARW12-009) and 40% (ALGARW12-012) Cu. These samples have a high proportion of Brochantite ($\text{Cu}_4\text{SO}_4(\text{OH})_6$) which, as a mineral, contains approximately 70% copper content. The fifth sample, ALGARW12-008, was of high grade mineralized material recovered from recent development from the Veta Gruesa Centre Drift having visible gold developed along fracture surfaces.

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Sample	Easting	Northing	Wgt	Cu	Mo	Ag	Co	Fe	Au
			kg	%	ppm	ppm	ppm	%	ppm
ALGA12RW-007	343799	7008248	2.02	24.92	192	25.3	851	0.54	1.765
ALGA12RW-008	344433	7007462	1.06	6.274	662	5.6	471	24.96	3.156
ALGA12RW-009	343799	7007462	3.40	46.58	154	4.7	15	34.33	1.221
ALGA12RW-010	343799	7007462	4.02	17.19	190	24.8	1458	2.83	3.269
ALGA12RW-011	343799	7007462	3.08	18.35	260	20.0	1611	34.08	2.237
ALGA12RW-012	343799	7007462	2.84	41.26	182	112.9	540	28.82	0.657

NOTE: Grab samples are selective by nature and are unlikely to represent average grades of the deposit. Initial analysis by Group 1E 4 acid digestion followed by multi-element, Inductively Coupled Plasma (ICP) with ICP-ES finish. Over-limit analysis for copper by Group 8TD.OL 4 acid digestion with AAS finish. Finally High Grade copper analysis by Classical Titration. Gold by Fire Assay with AAS finish.

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The suite of samples recovered document very high grade copper grades. Samples were recovered from stockpiles of visually sorted, high grade mineralized material for shipment and sale to ENAMI. In addition to high grade copper, the samples all returned very anomalous levels of gold, ranging between 0.657 and 3.269 ppm. Molybdenum values are all moderately to highly anomalous, ranging between 154 and 662 ppm. Similarly, silver grades are strongly elevated in all samples, with four returning silver between 20.0 and 112.9 g/t Ag. Cobalt values are moderately to strongly elevated, consistent with sample results from the previous property visit, ranging between 15 and 1611, with an average of 824 ppm.

Iron values from ALGARW12-007 are surprisingly low, however, an analysis of 24.92% Cu is interpreted to suggest the sample represents copper oxides rather than "almagradito" (an intimate mix of high grade copper minerals and hematite).

Samples were sent to Acme Analytical Laboratories S.A. in Copiapo. High grade copper samples were sent, internally, from the Acme lab in Copiapo to their lab in Vancouver, BC for quantitative volumetric analysis of high grade copper content (classical titration).

The ENAMI facility at Copiapo (45 km south of the Property) is a government owned smelter and processing facility, primarily for copper ore. The minimum grade accepted, without penalty, is 9% copper. Sale of high grade mineralized material to ENAMI requires a license from ENAMI after a thorough review of the application for license and a review of the property and workings for which the license is being sought. The Company expects to receive the necessary license required for sale of high grade mineralized material on behalf of the Company within the month.

The content of this news release has been reviewed by Rick Walker, B.Sc., M.Sc., P. Geo., a Qualified Person for the purposes of NI 43-101, with the ability and authority to verify the authenticity and validity of the data herein.

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